

**EXHIBIT 3**

**REDACTED VERSION OF  
DOCUMENT SOUGHT TO BE  
SEALED**

IN THE UNITED STATES DISTRICT COURT FOR THE  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO, LLC, )  
Plaintiffs, )  
- vs - ) Case No.  
UBER TECHNOLOGIES, INC., ) 3:17-cv-00939  
OTTOMOTTO LLC; OTTO )  
TRUCKING, LLC, )  
Defendants. )

---

VIDEOTAPED DEPOSITION OF JOHN BARES,  
a witness, called by the Plaintiff for examination,  
in accordance with the Federal Rules of Civil  
Procedure, taken by and before Tammie Elias, RPR and  
Notary Public in and for the Commonwealth of  
Pennsylvania, at the office of Reed Smith, 225 Fifth  
Avenue, Suite 1200, Pittsburgh, Pennsylvania, on  
Friday, June 16, 2017, commencing at 9:05 a.m.

JOB No. 2640097

PAGES 1 - 317

Page 1

1 Q. You have discussed Lidar with Anthony 09:49a  
2 Levandowski; correct? 09:49a  
3 A. Yes. 09:49a  
4 Q. Many times? 09:49a  
5 A. A fair number of times. 09:49a  
6 Q. Roughly how many times have you had 09:49a  
7 discussions with Mr. Levandowski related to 09:49a  
8 Lidar? 09:49a  
9 A. 10 to 15. 09:49a  
10 Q. You have had phone calls with Mr. Levandowski 09:49a  
11 about Lidar? 09:49a  
12 A. Uh-huh. 09:49a  
13 Q. You have talked to him in person about Lidar? 09:49a  
14 A. Yes. 09:49a  
15 Q. Now, you participated in jams with him about 09:49a  
16 Lidar? 09:49a  
17 MR. BRILLE: Objection, form. 09:50a  
18 A. Not really, no. 09:50a  
19 BY MR. JUDAH: 09:50a  
20 Q. What is a jam in the context of Uber's 09:50a  
21 business? 09:50a  
22 A. Putting a set of people related to a topic in 09:50a  
23 a room and working very hard on that problem 09:50a  
24 with sort of no time bound to try to get to a 09:50a  
25 solution. 09:50a

1 Q. How many jams have you participated in with 09:50a  
2 Mr. Levandowski? 09:50a  
3 A. One that I know of. 09:50a  
4 Q. To the best of your recollection, you have 09:50a  
5 only participated in one jam with 09:50a  
6 Mr. Levandowski? 09:50a  
7 A. Uh-huh, yes. 09:50a  
8 Q. To be clear, that's not just a one-on-one, 09:50a  
9 that would include any jam that both you and 09:50a  
10 he had attended or participated in? 09:50a  
11 A. Well, the one-on-one wouldn't constitute a jam 09:50a  
12 in my view. The only one that I'm aware of. 09:50a  
13 Q. Have you ever participated in a technical dive 09:50a  
14 with Mr. Levandowski? 09:51a  
15 MR. BRILLE: Objection, form. 09:51a  
16 A. I guess I -- yes. Fair to say yes. 09:51a  
17 BY MR. JUDAH: 09:51a  
18 Q. How many technical dives have you participated 09:51a  
19 in with Mr. Levandowski? 09:51a  
20 A. Well, developing the laser requirements that 09:51a  
21 we talked about earlier, that milestones 09:51a  
22 requirements document he and I had, those 10 09:51a  
23 or 15 discussions. I don't -- professionally 09:51a  
24 I'm not sure if any of those constitute a 09:51a  
25 dive, but they were a detailed technical 09:51a

1 discussion that expanded half an hour to an 09:51a  
2 hour maybe. 09:51a  
3 Q. Is your testimony that other than those 09:51a  
4 discussions with Mr. Levandowski specific to 09:51a  
5 the milestones, you have never had any 09:51a  
6 discussions with Mr. Levandowski in a letter? 09:51a  
7 MR. BRILLE: Objection, form. 09:51a  
8 A. I have never had, correct, yes, I have never 09:51a  
9 had discussions with him about the design or 09:52a  
10 requirements of Lidar documents -- Lidar 09:52a  
11 devices subsequent to that period, that string 09:52a  
12 of discussions. 09:52a  
13 BY MR. JUDAH: 09:52a  
14 Q. Other than those 10 to 15 discussions about 09:52a  
15 the milestones in connection with the -- is it 09:52a  
16 fair to say it was in connection with a term 09:52a  
17 sheet, is that what the milestones were in 09:52a  
18 relation to? 09:52a  
19 A. Yeah, uh-huh. 09:52a  
20 Q. So other than those 10 to 15 discussions with 09:52a  
21 Mr. Levandowski about the milestones in 09:52a  
22 connection with the term sheet, you have never 09:52a  
23 discussed lasers with Mr. Levandowski? 09:52a  
24 A. Well, are we talking about the design of laser 09:52a  
25 devices or laser datas that might be used to 09:52a

1	detect a car or something?	09:52a
2	Q. I'm asking anything related to Lidar or	09:52a
3	lasers?	09:53a
4	A. Okay, then yes, I have talked to him	09:53a
5	subsequent to that.	09:53a
6	Q. How many times have you had discussions with	09:53a
7	Mr. Levandowski related to lasers or Lidar	09:53a
8	other than those 10 to 15 milestone	09:53a
9	discussions?	09:53a
10	A. With regard to use of laser data in software,	09:53a
11	dozens, probably 30.	09:53a
12	Q. You have discussed Lidar with Mr. Levandowski	09:53a
13	in person?	09:53a
14	A. Uh-huh.	09:53a
15	Q. You have discussed it with him over the phone?	09:53a
16	A. Yes.	09:53a
17	Q. Have you e-mailed with Mr. Levandowski about	09:53a
18	Lidar?	09:53a
19	A. Occasionally not several times perhaps, not	09:53a
20	much.	09:53a
21	Q. Have you ever texted with Mr. Levandowski	09:53a
22	about Lidar?	09:54a
23	A. Is this subsequent to that milestone period or	09:54a
24	--	09:54a
25	Q. Let's start --	09:54a

1 A. Yes, we were. 11:35a

2 Q. And who was working on that effort? 11:35a

3 A. So we started that effort around July of 2015 11:35a

4 and that would have been led by Scott Boehmke, 11:35a

5 with two other key people would have been Jim 11:35a

6 Gasbarro and Rob Doll, D-O-L-L. 11:35a

7 Q. Are you familiar with different ranges of 11:35a

8 Lidar? 11:35a

9 A. What do you mean by range? 11:35a

10 Q. Mid range, long range, short range, is that a 11:35a

11 term that you have ever used? 11:35a

12 A. I have. Not at that time. 11:35a

13 Q. When did you start using terms like mid range 11:35a

14 or long range Lidar? 11:35a

15 A. More in discussions with Anthony Levandowski 11:35a

16 in January of 2016 where we were to start to 11:35a

17 talk about how we were separating up the 11:36a

18 problem space. 11:36a

19 Q. So focusing on the time period before you 11:36a

20 started discussing the problem space with 11:36a

21 Anthony Levandowski, how was Uber approaching 11:36a

22 the Lidar issue with respect to range? 11:36a

23 MR. BRILLE: Objection to form. 11:36a

24 A. It's not a clear question. How were we -- 11:36a

25 MR. BRILLE: If you don't understand 11:36a

1 prepared. So I thought maybe I'll be able to 03:09p  
2 meet with him and I want to have my thoughts 03:09p  
3 straight in case I do. 03:09p  
4 Q. Do you have any recollection as to who told 03:09p  
5 you that you may have the opportunity to meet 03:09p  
6 Mr. Levandowski in San Francisco on that trip? 03:09p  
7 A. I might have asked Brian McClendon hey, is it 03:09p  
8 possible, I'm coming out anyway for a 03:10p  
9 different meeting. I had another good -- 03:10p  
10 another solid reason to be there, so I might 03:10p  
11 have asked Brian, hey, is it possible I can 03:10p  
12 get some time with Anthony. I recall Brian 03:10p  
13 was trying to not be connected to Anthony, so 03:10p  
14 I might have asked hey, can I talk to him 03:10p  
15 because I had no reasons to not talk to him. 03:10p  
16 Q. Do you have any recollection as to how those 03:10p  
17 communications that Mr. McClendon would have 03:10p  
18 taken place, would they have been over the 03:10p  
19 phone, would they have been over e-mail? 03:10p  
20 A. Probably over the phone. 03:10p  
21 Q. So -- 03:10p  
22 A. I talk to him weekly, he was my boss, so -- 03:10p  
23 Q. So directing your attention then to this first 03:10p  
24 section, the part that you said were notes 03:10p  
25 sort of in anticipation of possibly speaking 03:10p



1 still go off and build their product. 05:14p

2 Q. So -- 05:14p

3 A. And this is them saying we're not in 05:14p

4 agreement, they didn't want to do that 05:14p

5 evidently or something. 05:14p

6 Q. So skipping down to the February 26th call, 05:14p

7 there's the bullet current thinking, do you 05:14p

8 see that? 05:14p

9 A. Yes. 05:14p

10 Q. Current thinking for MS number one for mid and 05:14p

11 long range (dates)? 05:14p

12 A. Yes. 05:14p

13 Q. What does MS refer to? 05:14p

14 A. Milestone. 05:14p

15 Q. So this refers to the milestone? 05:14p

16 A. Yes, the milestones. And these first eight or 05:14p

17 ten bullets, those are my notes to myself 05:14p

18 going into the meeting, questions for him. 05:14p

19 And then the meeting starts where it says IP 05:15p

20 infringement. 05:15p

21 Q. And so there's a bullet here IP infringement, 05:15p

22 do you see that? 05:15p

23 A. Uh-huh. 05:15p

24 Q. We're to provide a list of patents that we are 05:15p

25 worried about. Did you work on assembling 05:15p

1 COMMONWEALTH OF PENNSYLVANIA) CERTIFICATE  
2 COUNTY OF INDIANA ) SS:

3 I, Tammie Elias, RPR and Notary Public in and  
4 for the Commonwealth of Pennsylvania, do hereby  
5 certify that the witness, JOHN BARES, was by me  
6 first duly sworn to testify to the truth; that the  
7 foregoing deposition was taken at the time and place  
8 stated herein; and that the said deposition was  
9 recorded stenographically by me and then reduced to  
10 printing under my direction, and constitutes a true  
11 record of the testimony given by said witness.

12 I further certify that the inspection, reading  
13 and signing of said deposition were NOT waived by  
14 counsel for the respective parties and by the  
15 witness.

16 I further certify that I am not a relative or  
17 employee of any of the parties, or a relative or  
18 employee of either counsel, and that I am in no way  
19 interested directly or indirectly in this action.

20 IN WITNESS WHEREOF, I have hereunto set my  
21 hand and affixed my seal of office this 19th day of  
22 June, 2017.

23  
24 <%signature%>

25 \_\_\_\_\_  
Notary Public

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

-----  
WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC., ) 3:17-cv-00939-WHA  
OTTOMOTTO LLC; OTTO )  
TRUCKING LLC, )  
Defendants. )  
-----

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF SCOTT BOEHMKE

San Francisco, California

Monday, April 17, 2017

Volume I

Reported by:

SUZANNE F. GUDELJ, CSR No. 5111

Job No. 2596382

PAGES 1 - 79

Page 1

1 Q Okay. So you started talking with Mr.  
2 Levandowski about LiDAR sensors for Uber's  
3 self-driving cars in April of 2016, correct?

4 A Yes.

5 Q And you were interested in talking to him 02:14:52  
6 because he was going to provide custom LiDAR  
7 technology for Uber, right?

8 MR. KIM: Objection. Vague.

9 THE WITNESS: Could you be more specific?

10 MR. JAFFE: So Mr. Kim, I don't know if 02:15:06  
11 you've read Judge Alsup's standing order recently,  
12 but he has very specific guidance about the type of  
13 objections, and so at this point, I would just  
14 suggest to you that what you're doing is a little  
15 bit farther out of bounds than what has been done in 02:15:23  
16 this case so far. But --

17 MR. KIM: So I'll --

18 MR. JAFFE: So putting that aside --

19 MR. KIM: I've read Judge Alsup's standing  
20 order, and I disagree with that characterization. 02:15:33  
21 My objection was just as to the improper form of the  
22 question. It's also consistent with the objections  
23 we made in depositions taken by yourself and  
24 Mr. Perlson for both Mr. Levandowski and also others  
25 in this case. 02:15:52

1 BY MR. JAFFE:

2 Q Mr. Boehmke, you were interested in talking  
3 with Mr. Levandowski because he was going to provide  
4 Uber with custom LiDAR technology, right?

5 A He was going to provide a sensor for our 02:16:06  
6 cars.

7 Q What kind of a sensor?

8 A A laser sensor -- LiDAR sensor.

9 Q A custom LiDAR sensor?

10 A Correct. 02:16:17

11 Q So again, you'd agree with me, then, that  
12 you were interested in talking with Mr. Levandowski  
13 because he was going to provide a custom LiDAR  
14 solution for Uber, right?

15 A Yes. 02:16:27

16 Q And this was three months, or actually  
17 February, March, two and a half to three months  
18 since he left at the time Google, right?

19 MR. KIM: Objection to the extent it calls  
20 for speculation. 02:16:37

21 THE WITNESS: I don't know when he left  
22 Google.

23 BY MR. JAFFE:

24 Q Did you ask him?

25 A No. 02:16:41

Page 13

1 Q Were you surprised that Mr. Levandowski and  
2 his company could develop a custom LiDAR solution in  
3 two and a half months?

4 A He wasn't developing it in two and a half  
5 months. 02:16:54

6 Q Can you explain?

7 A You just said it was two and a half months  
8 after he left Google.

9 Q Mm-hmm.

10 A He wasn't coming to me with a sensor. 02:17:00

11 Q What was he coming to you with?

12 A He was coming to me asking what we wanted.

13 Q And what did you want?

14 A I wanted a sensor that could meet a set of  
15 criteria so that we could drive our cars. 02:17:12

16 Q And did he say that he could implement  
17 that?

18 A At the time, the discussions were more  
19 configuration. I was explaining to him what we were  
20 looking for. There were discussions later with 02:17:28  
21 others where I elaborated further on our approach.  
22 So in April did he say he could do it? No.

23 Q So your testimony is that you and Anthony  
24 started speaking, and you communicated requirements  
25 to him in kind of a vendor relationship; is that 02:17:46

1 right?

2 A Yes.

3 Q He didn't come to you with any sort of  
4 technology proposal; is that right?

5 A Yes. 02:17:54

6 Q Okay. So you communicated these  
7 requirements to Mr. Levandowski. What happened  
8 next?

9 A So I met with him on -- in the end of  
10 April. I went out to the Otto facility in the 02:18:07  
11 beginning of May and furthered discussions with  
12 others at Otto.

13 Q Who were these others?

14 A Most primarily Daniel Gruver.

15 Q Anyone else? 02:18:23

16 A There were a number of other minor players  
17 that I was introduced to. Didn't have as many  
18 technical conversations with them.

19 Q What are their names?

20 A There was a Rattner. The names escape me. 02:18:34

21 Q So the only two people that you can  
22 remember speaking with at Otto were Mr. Levandowski,  
23 Mr. Gruver and a Mr. Rattner; is that right?

24 A And there was a Nancy who let me in the  
25 door. 02:18:55

Page 15

1 BY MR. JAFFE:

2 Q It was?

3 A Yes. It just happened to be cut in half  
4 among two sensors.

5 Q Okay. And your -- your testimony is that 02:40:42  
6 you came up with that [REDACTED] design for use with  
7 the [REDACTED], right?

8 A Yes.

9 Q Okay. When did you come up with that?

10 A Over the period from December to March 02:40:53  
11 of -- December 2015 to March of 2016.

12 MR. JAFFE: Let's mark as Exhibit 53 a  
13 document Bates labeled UBER 495.

14 (Deposition Exhibit 53 marked by the court  
15 reporter.) 02:42:02

16 BY MR. JAFFE:

17 Q Mr. Boehmke, can you please turn to the  
18 last email in this thread here?

19 A Last meaning the most recent, the oldest?

20 Q The oldest -- 02:42:12

21 A Okay.

22 Q -- in time. You see there's an email from  
23 Mr. Levandowski to yourself dated June 9, 2016?

24 A Yep.

25 Q And do you see he asks you to prepare a 02:42:22

Page 34



1 list of angles for the beams under two different  
2 scenarios. Do you see that?

3 A Yes.

4 Q One would be the [REDACTED]

5 [REDACTED] that's A. Do you see that? 02:42:35

6 A Yes.

7 Q So that corresponds to kind of the [REDACTED]  
8 architecture, right?

9 A The [REDACTED]

10 [REDACTED] but yes. 02:42:44

11 Q And then the second one, B, is you have [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED] Do you see that?

15 A Yes. 02:42:57

16 Q So this was Mr. Levandowski directing you  
17 on how to prepare the [REDACTED] right?

18 MR. KIM: Objection. Mischaracterizes  
19 evidence.

20 THE WITNESS: This was a configuration that 02:43:06

21 I had talked with the guys out West about ahead of  
22 time, and he was asking for an assignment.

23 BY MR. JAFFE:

24 Q Where is the evidence that you -- you spoke

25 with Mr. Levandowski about this configuration before 02:43:19

Page 35

1 he sent you this email?

2 A I'm not saying I spoke with him. I'm  
3 saying I spoke with these guys. They're cc'd on the  
4 mail.

5 Q Fair. Where is the evidence that you spoke 02:43:29  
6 with anyone about this particular beam spacing  
7 design before Mr. Levandowski asked you to prepare  
8 it here in June 9th, 2016?

9 A I do not have that with me.

10 Q Are you aware of it at all? 02:43:45

11 A I can't -- I can't point to anything right  
12 now. I would need to go look.

13 Q Okay. So sitting here today, you're not  
14 aware of any evidence that supports that you were --  
15 that you came up with this [REDACTED] 02:44:00  
16 before Mr. Levandowski directed you to do so in  
17 June 9th, 2016; fair?

18 A No, wait. You're saying that he was  
19 telling me to make [REDACTED], and  
20 that was the first I heard of this? 02:44:13

21 Q No, sorry.

22 A I'm not sure what you're saying for  
23 evidence.

24 Q Sorry. I'll come back to that.

25 Moving forward here in time, there's a long 02:44:28

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

[REDACTED]

MR. KIM: Objection. Vague.

THE WITNESS: [REDACTED]

[REDACTED]

BY MR. JAFFE: 02:50:00

Q Right. [REDACTED]

[REDACTED]

[REDACTED] right?

A Yes.

Q Okay. 02:50:07

MR. JAFFE: This is going to be  
Exhibit 53 -- excuse me, 54, UBER 00008493.  
(Deposition Exhibit 54 marked by the court  
reporter.)

BY MR. JAFFE: 02:50:56

Q Mr. Boehmke, do you recognize the email I  
placed in front of you as Exhibit 54?

A Yes.

Q It's an email that you wrote, right?

A Yes. 02:51:05

Q In June 2016?

A Yes.

Q And it's to Mr. Levandowski, Mr. Meyhofer,  
Mr. Rice and James Haslim, right?

A Yes. 02:51:17

1 Q And then you say -- first line is, quote:

2 "James, FYI, today we discussed the  
3 parameters driving our beam spacing."

4 Do you see that?

5 A Mm-hmm. 02:51:24

6 Q Who did you discuss "the parameters driving  
7 our beam spacing with"?

8 A I don't recall.

9 Q Did you discuss them with Mr. Levandowski?

10 A I said I don't recall. 02:51:38

11 Q Do you think that's a reasonable assumption  
12 from looking at this email where he's on the "to"  
13 line?

14 MR. KIM: Objection. Calls for  
15 speculation. 02:52:04

16 THE WITNESS: Yeah, I -- I don't recall.

17 BY MR. JAFFE:

18 Q All right. You can put that aside.

19 MR. JAFFE: This is going to be Exhibit 55.

20 It's UBER 8592. 02:52:23

21 (Deposition Exhibit 55 marked by the court  
22 reporter.)

23 BY MR. JAFFE:

24 Q Mr. Boehmke, have you seen Exhibit 55  
25 before? 02:52:40

1 A Yes.

2 Q Okay. It's an email that you received in  
3 December of 20- -- excuse me, October 2016, right?

4 A Yes.

5 Q [REDACTED] 02:52:55

6 THE WITNESS: We're -- we're closed book  
7 here, right?

8 MR. KIM: Do you have a privilege issue --

9 THE WITNESS: Yeah.

10 MR. KIM: -- that you want to talk about? 02:53:13

11 THE WITNESS: Yeah, I need to understand.

12 BY MR. JAFFE:

13 Q If it's confidentiality issues, we're under  
14 the protective order here. The only thing we can  
15 break for is attorney-client issues. 02:53:21

16 A No. [REDACTED]

17 Q And what is [REDACTED]

18 [REDACTED]

19 [REDACTED]

20 Q I see. So the first email in this chain 02:53:35  
21 from Mr. Haslim is talking about transitioning to  
22 V2, which is Fuji, right?

23 A Yes.

24 Q And it's saying:

25 [REDACTED] [REDACTED] 02:53:52

1

[REDACTED] [REDACTED]

2

Right?

3

A That's what it says.

4

Q So Mr. Haslim is proposing transitioning to

5

this Fuji project in October -- on October 26th, 02:54:04

6

2016, right?

7

A Yes.

8

Q So you hadn't really started transitioning

9

to Fuji before this email, right?

10

A This email was days after his meeting with 02:54:16

11

us in Pittsburgh, yes.

12

Q When you say "us," who are you referring

13

to?

14

A The meetings with Eric and myself.

15

Q And your testimony is that Mr. Levandowski 02:54:27

16

was not at that meeting, right?

17

A No.

18

Q He didn't come into that meeting at all?

19

A No.

20

Q Okay. Now, later in his email he talks 02:54:36

21

about an optical cavity. Do you see that?

22

A Mm-hmm.

23

Q And it talks about the transmit elements --

24

and I'm paraphrasing here -- are [REDACTED]

[REDACTED]

[REDACTED]

02:54:50

1 A I don't know. I don't recall.

2 Q You don't deny that he said that, right?

3 A I -- I don't recall that part of the  
4 conversation.

5 Q Okay. What else do you recall him saying? 03:16:57

6 A [REDACTED]

■

■

■

■

03:17:21

11 A I don't recall him saying any of that.

12 Q He didn't address those allegations, right?

13 A I don't recall that, no.

14 Q And have you ever followed up to ask him:

15 Hey, what happened? 03:17:31

16 A No.

17 Q Why not?

18 A There's no opportunity to do that. And I  
19 know in my heart that we haven't used any of that  
20 stuff if it does exist. 03:17:41

21 Q So you know in your heart that Mr.  
22 Levandowski doesn't have any Waymo files?

23 A I did not say that. I said I don't have  
24 any of those files. My coworkers don't have any of  
25 those files. 03:17:53

Page 55

1 Q What about the folks at Otto, are you -- do  
2 you know in your heart whether they have them?

3 MR. KIM: Objection. Argumentative.

4 THE WITNESS: I know that the work they've  
5 done is theirs as I've watched them through the 03:18:06  
6 process, and I've seen no evidence that those files  
7 exist in Otto.

8 BY MR. JAFFE:

9 Q Is there anything else about that all-hands  
10 meeting that you recall? 03:18:41

11 A It was -- it took place -- it took place at  
12 737.

13 Q And your recollection is that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

17 A So I want to make sure it's -- I did not  
18 quote him when I used the word [REDACTED] I -- I  
19 paraphrased that or interpreted his saying to say  
20 that. So I don't want to get quoted on that. 03:19:31

21 [REDACTED]

[REDACTED]

[REDACTED]

24 Q I see. [REDACTED]

[REDACTED]

03:19:45



1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

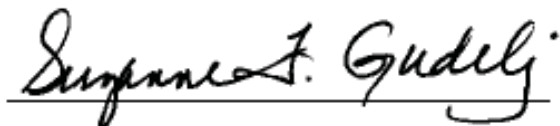
4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were duly sworn; that a record  
8 of the proceedings was made by me using machine  
9 shorthand which was thereafter transcribed under my  
10 direction; that the foregoing transcript is a true  
11 record of the testimony given.

12 Further, that if the foregoing pertains to  
13 the original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [X] was not requested.

16 I further, certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21 Dated: 4/18/2017

22  
23 

24 SUZANNE F. GUDELJ

25 CSR No. 5111

UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF CALIFORNIA

WAYMO, LLC, )  
Plaintiff, )  
vs. ) No. 3:17-CV-00939  
UBER TECHNOLOGIES; INC.; )  
OTTOMOTTO, LLC; and OTTO )  
TRUCKING, LLC, )  
Defendants. )

---

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

Continued Videotaped Deposition of SCOTT BOEHMKE,  
Volume II, taken at 435 Sixth Avenue, Pittsburgh,  
Pennsylvania 15222, commencing at 9:01 a.m.  
Friday, July 28, 2017, before Rebecca L. Schnur,  
Notary Public in and for the Commonwealth of  
Pennsylvania.

JOB No. 2665736

PAGES 80 - 372

1 I'll represent to you that this is a log that 14:59:40  
2 was produced by Uber in response to a court order in 14:59:43  
3 this case. That order directed Uber to disclose all 14:59:47  
4 oral and written communications between Anthony 14:59:51  
5 Levandowski and any employee of Uber involving lidar. 14:59:53  
6 A. I'm familiar with that request. 14:59:59  
7 Q. And I want to walk through some of the 15:00:02  
8 entries that involve you. 15:00:05  
9 If you turn forward to entry number 145 -- 15:00:09  
10 A. Okay. 15:00:19  
11 Q. -- we see an April 26, 2016 entry at 15:00:19  
12 12:51 p.m., a text message from Anthony Levandowski to 15:00:25  
13 Scott Boehmke? 15:00:28  
14 A. Yes. 15:00:31  
15 Q. Do you believe that this was the first 15:00:32  
16 communication between yourself and Mr. Levandowski? 15:00:34  
17 A. They would fit the right time frame. That 15:00:40  
18 makes sense. 15:00:42  
19 Q. And do you remember what this text message 15:00:43  
20 concerned? 15:00:47  
21 A. I recall trying to get in communication with 15:00:51  
22 him. This led to us sitting down in a conference room 15:00:55  
23 in doing some brainstorming. At the time we were 15:01:01  
24 talking about fiber lasers. And I, after that meeting, 15:01:05  
25 sent him some simulation results I had done in 15:01:08

1 December. 15:01:14

2 Q. If you look forward to the next page, entries 15:01:14

3 154 through 156, the "Subjects Discussed" state, 15:01:17

4 "whiteboard photo from 4/27/16 conversation regarding 15:01:23

5 use of fiber laser for scanning"? 15:01:28

6 A. Yep. 15:01:32

7 Q. Is that the meeting that you just referenced? 15:01:32

8 A. That's correct. 15:01:35

9 Q. And this meeting took place in Pittsburgh at 15:01:35

10 ATC's location? 15:01:37

11 A. That's correct. 15:01:39

12 Q. And it says, "whiteboard photo." Was there a 15:01:39

13 photo taken of a whiteboard? 15:01:42

14 A. Yes. 15:01:44

15 Q. Does that photo still exist? 15:01:45

16 A. Yes. 15:01:48

17 Q. Do you have custody of that photo? 15:01:50

18 A. Yes. 15:01:53

19 MR. SCHMIDT: Counsel, if that photo hasn't 15:01:55

20 been produced, we ask that you produce it, please. 15:01:57

21 MR. KIM: I think it has been produced. 15:01:59

22 Did you pick up the documents from reception? 15:02:01

23 MR. SCHMIDT: I did. 15:02:03

24 MR. KIM: Okay. Are there photos and texts? 15:02:04

25 MR. SCHMIDT: There are text messages. I do 15:02:08

1 not see any photos. 15:02:10

2 And I'll note for the record that these text 15:02:16

3 messages were produced after business hours last 15:02:18

4 night East Coast time. So I have attempted my 15:02:21

5 best to review them during the breaks, but we will 15:02:27

6 reserve all rights with respect to this witness 15:02:29

7 due to late production. 15:02:33

8 And I ask, if the photo hasn't been produced, 15:02:36

9 it be produced. 15:02:38

10 MR. KIM: I'm look into it. But I note your 15:02:40

11 request. 15:02:42

12 BY MR. SCHMIDT: 15:02:42

13 Q. If you look down on entries 162 through 15:02:46

14 164 -- 15:02:49

15 A. Okay. 15:02:52

16 Q. -- it looks like additional text messages and 15:02:52

17 e-mails. And on 164, specifically, it looks like Dan 15:02:55

18 Gruver was looped into the communication? 15:03:00

19 A. Yes. 15:03:03

20 Q. Do you remember Mr. Gruver being brought into 15:03:04

21 the conversation? 15:03:07

22 A. I was heading out West for the meeting on the 15:03:08

23 5th, I believe, and so I was communicating with Dan. 15:03:10

24 Q. So these communications involved your visit 15:03:13

25 out to Otto, which was reflected in that document we 15:03:16

1 reviewed earlier, Exhibit 452. Correct? 15:03:20

2 A. I won't dig up the number, but yeah, that was 15:03:25

3 my trip out there in early May. 15:03:28

4 Q. And if you look at entries 167 and 168, these 15:03:33

5 are e-mails involving a combination of yourself, 15:03:38

6 Mr. Gruver, and Anthony Levandowski that state, "E-mail 15:03:42

7 discussing meeting with Anthony for lidar discussions 15:03:46

8 and brainstorming"? 15:03:49

9 A. Right. 15:03:50

10 Q. Was there a meeting with Anthony for lidar 15:03:51

11 discussions and brainstorming around this time? 15:03:53

12 A. So I believe I was at Otto on the 5th, and 15:03:56

13 discussion was me asking -- I remember asking where I 15:04:04

14 was going and getting a response of the address and -- 15:04:08

15 something of that nature. 15:04:18

16 MR. SCHMIDT: Keep that exhibit in front of 15:04:29

17 you, but I want to mark another one in the 15:04:30

18 meantime. 15:04:32

19 (Whereupon, Deposition Exhibit 463 was marked 15:04:33

20 for identification.) 15:04:33

21 Q. What's placed before you is Exhibit 463, and 15:04:54

22 463 is a text message -- I will represent to you that 15:04:59

23 this is -- the "from" line is from Anthony at 15:05:06

24 associated phone number, and the participants line, the 15:05:09

25 person who this text message is being sent to, is 15:05:14

1 CERTIFICATE

2 COMMONWEALTH OF PENNSYLVANIA )  
3 COUNTY OF ALLEGHENY )

4

5 I, Rebecca L. Schnur, do hereby certify that  
6 before me, a Notary Public in and for the Commonwealth  
7 aforesaid, personally appeared SCOTT BOEHMKE, who then  
8 was by me first duly cautioned and sworn to testify the  
9 truth, the whole truth, and nothing but the truth in  
10 the taking of his oral deposition in the cause  
11 aforesaid; that the testimony then given by him as  
12 above set forth was by me reduced to stenotype in the  
13 presence of said witness, and afterwards transcribed by  
14 means of computer-aided transcription.

15 I do further certify that this deposition was  
16 taken at the time and place in the foregoing caption  
17 specified, and was completed without adjournment.

18 I do further certify that I am not a relative,  
19 counsel or attorney of either party or otherwise  
20 interested in the event of this action.

21 IN WITNESS WHEREOF, I have hereunto set my hand  
22 and affixed my seal of office at Pittsburgh,  
23 Pennsylvania, on this 31st of July, 2017.

24

25

26 <%signature%>  
27 Rebecca L. Schnur, RDR, Notary Public

28 In and for the Commonwealth of Pennsylvania

29 My Commission expires June 16, 2021.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

---oOo---

WAYMO LLC,

Plaintiff,

vs.

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO LLC; OTTO TRUCKING,

INC.,

Defendants.

-----/

WAYMO HIGHLY CONFIDENTIAL ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF DON BURNETTE

SAN FRANCISCO, CALIFORNIA

FRIDAY, AUGUST 18, 2017

BY: ANDREA M. IGNACIO, CSR, RPR, CRR, CCRR, CLR ~

CSR LICENSE NO. 9830

JOB NO. 2681032

PAGES 1 - 168

Page 1



1	LiDAR; correct?	12:42
2	A Yes.	12:42
3	Q What conversations do you remember having	12:42
4	with Anthony Levandowski about LiDAR?	12:43
5	A I don't remember having any specific	12:43
6	conversations with him about LiDAR.	12:43
7	Q So you don't remember what he's told you	12:43
8	about LiDAR?	12:43
9	A Correct.	12:43
10	Q You don't remember what you've told him about	12:43
11	LiDAR?	12:43
12	A Correct.	12:43
13	Q Fair to say that he -- he -- he's worked with	12:43
14	LiDAR more than you have?	12:43
15	A Very much so.	12:43
16	Q How much of your work for -- for Uber --	12:43
17	so -- so Uber -- involves, in your opinion, LiDAR?	12:43
18	MS. HARTNETT: Objection.	12:43
19	THE WITNESS: Almost none.	12:43
20	MR. JUDAH: Q. What -- what aspect of it	12:43
21	does involve LiDAR?	12:43
22	A My interaction with LiDAR is to the extent	12:43
23	that, after we've received the data from the sensor as	12:43
24	it's been produced, how to then process the algorithms	12:43
25	to interpret the data.	12:43

1 Q Okay. Directing your attention -- there's a 12:47  
2 number of entries here. 12:47  
3 Do you see this? 12:47  
4 A There's a number of entries here. 12:47  
5 Q Right. 12:47  
6 So it goes up to 1,083. 12:47  
7 Do you see that? 12:47  
8 A Yes. 12:47  
9 Q So, I want to direct your attention to -- 12:47  
10 your name appears on this in a number of entries, but 12:47  
11 I'm just going to focus on entry 866. If you could 12:48  
12 turn to that one. 12:48  
13 MS. HARTNETT: Just for the record, the 12:48  
14 number of entries goes up to 1,085. 12:48  
15 MR. JUDAH: Oh, I'm sorry. What did I say? 12:48  
16 MS. HARTNETT: I think you said 1,083. 12:48  
17 MR. JUDAH: I apologize. I actually said -- 12:48  
18 yeah, I did. You're right. You're right. You're 12:48  
19 right. Oh, yeah. Okay. I missed the final page. 12:48  
20 Thank you. 12:48  
21 MS. HARTNETT: No problem. 12:48  
22 THE WITNESS: Sorry. Which number? 12:48  
23 MR. JUDAH: 866. 12:48  
24 THE WITNESS: (Complies.) 12:48  
25 MR. JUDAH: Q. So you see that -- so 12:48

1 entry 866, there's a date column that says: 12:48

2 "Before August 2016." 12:48

3 A Yeah. 12:48

4 Q The author sent is Anthony Levandowski, and 12:48

5 the recipient is you; right? 12:48

6 A Uh-huh. 12:48

7 Q And then the place -- there's three different 12:48

8 places: The RLS in Mountain View, Cowper Street in 12:48

9 Palo Alto, and then 737 Harrison Street. 12:48

10 Do you see that? 12:48

11 A Yes. 12:48

12 Q And then the -- the mode of communication, it 12:48

13 says: 12:48

14 "One-on-one conversations." 12:48

15 Do you see that? 12:48

16 A Yes. 12:48

17 Q And then "Subjects Discussed," this -- this 12:49

18 entry on the log says: 12:49

19 [REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

1 [REDACTED] 12:49

2 Do you see that? 12:49

3 A I do. 12:49

4 Q And so that's an accurate description of your 12:49

5 recollection of one-on-one conversations with -- with 12:49

6 Anthony Levandowski pertaining to LiDAR? 12:49

7 A Yes. 12:49

8 Q So -- and then, directing your attention to 12:49

9 entry No. 906 -- or 905. Sorry. 12:49

10 A (Witness complies.) 12:49

11 Okay. 12:49

12 Q So 905, the date here is early 2017. And 12:49

13 again, it's -- the author is Mr. Levandowski, and the 12:49

14 recipient is you. And then the mode of communication 12:49

15 here is one-on-one conversations. And then subjects 12:49

16 discussed, it says: 12:50

17 [REDACTED] [REDACTED]

[REDACTED] [REDACTED] [REDACTED] [REDACTED]

[REDACTED] [REDACTED] 12:50

20 Do you see that? 12:50

21 A I do. 12:50

22 Q And is that -- is that accurate that you -- 12:50

23 you have no more specific recollection about those 12:50

24 conversations? 12:50

25 A Correct. 12:50

CERTIFICATE OF REPORTER

I, ANDREA M. IGNACIO, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [x] was [ ] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

Dated: August 18, 2017

A handwritten signature in blue ink, appearing to read 'Andrea M. Ignacio', is written over a horizontal line.

ANDREA M. IGNACIO,  
RPR, CRR, CCRR, CLR, CSR No. 9830

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC

Plaintiff,

vs.

Case No. 17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;  
OTTOMOTTO, LLC; OTTO  
TRUCKING LLC,

Defendants.

---

\*HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY\*

VIDEO DEPOSITION OF DANIEL GRUVER

San Francisco, California

Friday, August 4, 2017

Volume II

REPORTED BY:

REBECCA L. ROMANO, RPR, CSR No. 12546

JOB NO. 2671821

PAGES 74 - 415

1 A. I don't recall. 01:35

2 Q. You were talking about the self-driving  
3 trucks, though, right?

4 A. Correct.

5 Q. What were the sensors that you were 01:35  
6 discussing that you were going to use to make these  
7 self-driving trucks work?

8 A. I don't recall discussing the technical  
9 details of how a self-driving truck would be  
10 executed at the time. The initial discussions were 01:35  
11 the business model, potentially, of the -- of  
12 building -- the reasons for building a self-driving  
13 truck and the business model for autonomous  
14 trucking.

15 Q. So there no discussions between you and 01:36  
16 Mr. Levandowski or Ms. Morgan regarding the  
17 technology you would use, including LiDAR  
18 technology, for actually buildings these trucks?

19 A. No.

20 Q. True? 01:36

21 A. True.

22 Q. Why did you decide to join this company?

23 A. The idea --

24 Q. 280 Systems.

25 A. Yes. That's fine. 01:36

1 [REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED]

12 Q. Have you ever discussed beam spacing with  
13 Anthony Levandowski?

14 A. Yes.

15 Q. How many times have you discussed it with 02:08  
16 him?

17 A. I don't recall the number.

18 Q. When was the first time you discussed  
19 beam spacing for LiDAR with Anthony Levandowski?

20 A. I don't recall the specific discussion or 02:09  
21 which would have been a first -- first specific  
22 discussion.

23 Q. Can you tell me information from any of  
24 your conversations with Mr. Levandowski related to  
25 beam spacing? 02:09



A. I recall discussions likely involving Anthony Levandowski about effective beam spacing of the MBR LiDAR system.

4 I also recall discussions of effective  
5 beam spacing regarding the PBR LiDAR sensor. 02:09

6 I imagine there were discussions  
7 involving the early GBR spacing, but I don't  
8 recall -- and I have had discussions at -- while  
9 employed at Otto and Uber about effective beam  
10 spacing. 02:10

11 Q. Okay. And when is the first discussion  
12 you had, subsequent to your employment at Google,  
13 about beam spacing with Anthony Levandowski?

14           A.     Sorry. Can you rephrase that?

15 Q. When is the first time you had a 02:10  
16 discussion with Mr. Levandowski related to beam  
17 spacing after you ceased employment at Google?

18           A.     Sometime probably shortly after I started  
19     at 280 Systems.   Possibly about effective -- so I  
20     I'll -- I'll clarify that if -- effective beam                                 02:10  
21     spacing, meaning separation of points -- of  
22     adjacent points in a pulse LiDAR system.

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

02:10



1 MR. MUINO: Objection. Lacks foundation. 03:23  
2 Calls for speculation.

3 MS. WALSH: Objection. Form.

4 THE DEPONENT: From Scott's email, I can  
5 infer that he was talking to Anthony about beam 03:23  
6 spacing.

7 Q. (By Mr. Jaffe) And he was providing  
8 specific input on the specifications for beam  
9 spacing for a self-driving car, right?

10 MR. MUINO: Objection. Lacks -- 03:23

11 Q. (By Mr. Jaffe) For a LiDAR used in a  
12 self-driving car, excuse me.

13 MR. MUINO: Objection. Lacks foundation.  
14 Calls for speculation.

15 MS. WALSH: Objection. Form. 03:23

16 THE DEPONENT: Sorry. Anthony was having  
17 input in LiDAR, so can you repeat the question.

18 Q. (By Mr. Jaffe) Yeah. There was a lot of  
19 objections there.

20 Anthony was providing specific input on 03:24  
21 the specifications for beam straight- -- beam  
22 spacing for LiDAR used in a self-driving car by  
23 Uber, right?

24 MR. MUINO: Objection. Foundation.  
25 Speculation. 03:24

1 MS. WALSH: Same objection. 03:24

2 THE DEPONENT: Anthony was, from this  
3 email, suggesting, requesting a elevation  
4 separation.

5 Q. (By Mr. Jaffe) So the answer to my 03:24  
6 question, though, is yes, isn't it?

7 MR. MUINO: Same objections.

8 THE DEPONENT: I -- sorry. Anthony was  
9 providing input on specific --

10 Q. (By Mr. Jaffe) Specifications for beam 03:24  
11 spacing for LiDAR used in a self-driving car by  
12 Uber, correct?

13 A. Yes.

14 MR. MUINO: Objection. Foundation and  
15 speculation. 03:25

16 THE DEPONENT: That appears to be so.

17 Q. (By Mr. Jaffe) Okay. You can put that  
18 aside.

19 Your last day at Google was January 19th,  
20 2016, right? 03:25

21 A. That sounds roughly correct.

22 Q. So if you were -- if you were paid your  
23 bonus from the bonus plan on July 20th, 2016, it  
24 wasn't late, right?

25 A. That sounds right. 03:25

Page 351

1 MR. JAFFE: You -- you don't know? 05:08

2 MR. MUINO: I'm not aware of it. Yeah,  
3 I'm not saying we didn't. That may be the case.  
4 I'm just not sure.

5 MR. JAFFE: Okay. All right. Let's mark 05:08  
6 as Exhibit -- Exhibit 518 a document Bates-labeled  
7 UBER00177353.

8 (Exhibit 518 was marked for  
9 identification by the court reporter and is  
10 attached hereto.) 05:09

11 Q. (By Mr. Jaffe) The -- Mr. Gruver,  
12 looking at Exhibit 518 --

13 A. Uh-huh.

14 Q. -- the first time stamp on here is  
15 January 13th, 2017. 05:09

16 Do you see that?

17 A. Yes.

18 Q. And at that point Uber had acquired Otto,  
19 and Anthony Levandowski was head of Uber  
20 self-driving program, right? 05:09

21 A. Right.

22 Q. And at this point you were texting  
23 Anthony Levandowski information about the die/wire  
24 bonded -- well, let me ask you.

25 Is the first text here dated 05:10

1 January 13th, 1 -- 2017, is that about Fuji? 05:10

2 A. Yes.

3 Q. Why were you providing

4 Anthony Levandowski an update as to the TX board in

5 Fuji on January 13th, 2017? 05:10

6 A. He had expressed interest in our

7 progress. It was -- it was, to my understanding, a

8 common thing for teams to report to him progress

9 and things just as a -- to keep him up -- aware, up

10 to date on the general progress of the self-driving 05:10

11 program.

12 Q. So Mr. Levandowski was interested in the

13 progress of Fuji.

14 A. Yes.

15 Q. And so you were texting him information 05:10

16 about how you had a full TX board that works well,

17 here in January 13th, 2017.

18 A. That is what the text says.

19 Q. And if you continue through the thread or

20 the next page, he asks to send a picture, right? 05:11

21 A. Yes.

22 Q. Why did Mr. Levandowski want a picture of

23 the TX board in Fuji in January of 2017?

24 A. So I'm -- I'm unclear what he meant by

25 "Send me a pic." He doesn't reference which 05:11

1           A.     That -- I -- I -- I don't recall what I                 05:16  
2 understood from that text message in January.

3 Q. Okay. But the two interpretations you  
4 have sitting here today is he's either talking  
5 about watching you and the LiDAR team test all the 05:16  
6 pieces of Fuji or seeing Fuji actually work; is  
7 that fair?

8           A.    It could reference either of them.

9 Q. Is there any third thing that it could  
10 reference? 05:16

11           A.    I -- let's see.

12           My inference is he's referring to one of  
13   my previous text messages that we -- something will  
14   work and that we'll have pieces to test.

15 MR. JAFFE: All right. This will be 05:17

16 Exhibit 519. It's UBER00177373.

17                   (Exhibit 519 was marked for  
18   identification by the court reporter and is  
19   attached hereto.)

20 Q. (By Mr. Jaffe) Mr. Gruver, Exhibit 519 05:17  
21 is a text that you sent Mr. Levandowski on  
22 January 27th, 2017, right?

23                   A.     Yes.

24 Q. And you said, "Lunch laser meeting?"

25           A.     Yes.

05:17

05:17

1 Q. Why did you text Anthony Levandowski, the  
2 head of Uber self-driving program at the time, and  
3 request a lunch laser meeting?

4 A. I -- I believe we had a scheduled  
5 something like biweekly team meeting with Anthony.  
6 And so I believe asking if he was going to attend  
7 said meeting.

05:18

8 Q. And why were you texting him this instead  
9 of Mr. Haslim, who was kind of in between you two  
10 in the reporting structure?

05:18

11 A. I don't know if I was the only one  
12 texting him, but I was -- hm.

13 So if I recall, the meeting was scheduled  
14 by -- these meetings were put together by another  
15 engineer, a mechanical engineer. But he was  
16 potentially not yet at the meeting, and it may have  
17 come up that someone was asking where he was. And  
18 if we were all together, someone may have  
19 volunteered or I may have volunteered to text him.

05:18

20 Q. What -- what are these meetings called,  
21 that you mentioned?

05:18

22 A. I don't remember the name of them.

23 Q. But is it biweekly?

24 A. I think it was in -- it was possibly in  
25 every other week.

05:19





1 Q. (By Mr. Jaffe) Exhibit 521, this is a 05:24  
2 text message from you to Mr. Levandowski, dated  
3 March 10th, 2017.

4 A. Uh-huh.

5 Q. And it says, "We have a point cloud." 05:24  
6 Do you see that?

7 A. I do.

8 Q. What are you referring to there?

9 A. Referring to -- well, data -- some amount  
10 of timing data on -- on a prototype Fuji system. 05:25  
11 So transmit, receive, and some amount of clocking  
12 of that.

13 And, in general, a point cloud is a  
14 description of -- commonly used description of data  
15 from a LiDAR system. 05:25

16 Q. And the next -- on the next page,  
17 Mr. Levandowski responds, "Yesssss," with about  
18 five Ss.

19 A. Yeah, that is correct.

20 Q. And he then further responds, "That's 05:25  
21 amazing timing."

22 Do you see that?

23 A. I see that.

24 Q. Do you know what he's referring to with  
25 "amazing timing"? 05:25

1 the same time. 05:39

2 So I will say that my answer for 541  
3 would be the same as line 540, that I don't recall  
4 what, if any, information Anthony provided to the  
5 meeting on 541. 05:39

6 Q. And then looking at 542 and 543, do you  
7 have any opinion whether those are duplicates?

8 A. LiDAR standup meeting -- those appear to  
9 be, yeah, both duplicates of 540 and 541.

10 Q. 550 -- 05:39

11 A. 550.

12 Q. -- this is November 3rd, 2016. What, if  
13 any, information did Anthony Levandowski provide  
14 about LiDAR?

15 A. Meeting with third-party [REDACTED] at 05:40  
16 7:00 p.m.

17 I believe 550 was an initial meeting with  
18 [REDACTED] which is a third-party LiDAR vendor, to  
19 gain information about capabilities of their system  
20 and its possible use to aid our self-driving car 05:40  
21 program.

22 Q. Okay. Let's go to -- well, did -- did  
23 Anthony disclose any design feedback or LiDAR  
24 design techniques at that meeting?

25 A. I don't recall him disclosing any design 05:40

1 line 837. 05:44

2 MR. MUINO: What's the total time on the  
3 record at this point?

4 THE VIDEOGRAPHER: Six hours and 32  
5 minutes. 05:44

6 Q. (By Mr. Jaffe) 877.

7 A. 877, this is the line, early May -- early  
8 May 2016 meeting with Anthony Levandowski regarding  
9 development of LiDAR sensor.

10 Q. What happened at the meeting described 05:45  
11 here in that entry 877?

12 A. I believe this is near or about the -- my  
13 introduction to Scott Boehmke and some of the  
14 previously discussed maybe ways or means or  
15 features desired from Uber in a LiDAR system for 05:45  
16 their self-driving vehicle.

17 Q. What information regarding LiDAR  
18 technology did Anthony Levandowski provide in this  
19 meeting reflected as entry 877?

20 A. I don't recall specifics of information 05:46  
21 that Anthony might have provided about LiDAR  
22 technology in the meeting on line 877.

23 Q. Sitting here today, can you provide me  
24 any more details about Anthony Levandowski's  
25 contribution to the meeting described here at 05:46

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

10 Q. (By Mr. Muino) But you're aware that in 06:43  
11 this case Waymo alleges that Mr. Levandowski  
12 downloaded and stole certain files from Waymo?

13 A. I'm aware of the allegations.

14 MR. JAFFE: Objection. Leading.

15 Q. (By Mr. Muino) At any point after the 06:44  
16 lawsuit was filed, do you recall a -- a meeting of  
17 Uber employees on the subject of the litigation?

18 A. Yes.

19 Q. What was the first meeting that you  
20 recall of that kind? 06:44

21 A. There was a meeting attended by Anthony,  
22 Travis and I believe Angela, the head counsel for  
23 Uber, discussing what we could expect next  
24 potentially and Uber's stance on it.

25 And there was discussion of our LiDAR 06:44

Page 410

1 systems to date that we had developed and kind of  
2 present them to ATG as sort of a -- a -- a kind of  
3 presentation of what we had done and showing the  
4 expansive of work it had taken us to get to the  
5 progress we made to that point.

06:44

06:44

6 Q. At that meeting did Mr. Levandowski  
7 address the allegations that he had taken files?

8 MR. JAFFE: Object to form. And leading.

9 THE DEPONENT: I don't recall  
10 specifically what he said about -- about addressing  
11 the files or -- about them.

06:45

12 Q. (By Mr. Muino) Okay. Apart from that  
13 meeting, were there any other meetings that you  
14 recall at which Mr. Levandowski addressed the  
15 subject of the litigation?

06:45

16 A. I don't recall specific meetings or  
17 subjects of them.

18 MR. MUINO: Okay. No further questions.

19 THE VIDEOGRAPHER: Going off the record.

20 The time is 6:45.

06:45

21 (Recess taken.)

22 THE VIDEOGRAPHER: We are back on the  
23 record. The time is 6:59.

24 MR. MUINO: Before you start, Counsel, I  
25 just want to mark the record highly confidential,

06:59

1 I, Rebecca L. Romano, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath;  
8 that a record of the proceedings was made by me  
9 using machine shorthand which was thereafter  
10 transcribed under my direction; that the foregoing  
11 transcript is true record of the testimony given.

12 Further, that if the foregoing pertains to the  
13 original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [X] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21  
22 Dated: August 5, 2017

23   
24

Rebecca L. Romano, RPR,

25 CSR. No 12546

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC,

Plaintiff,

vs.

Case

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;  
OTTOMOTTO LLC; OTTO TRUCKING LLC,  
Defendants,

\_\_\_\_\_ /

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY  
VIDEOTAPED DEPOSITION OF JAMES HASLIM  
VOLUME II  
THURSDAY, MAY 4, 2017

Reported by:  
Anrae Wimberley  
CSR No. 7778  
Job No. 2610396



## HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 Q. Do you remember anything else from 10:45:41  
2 Mr. Levandowski in that conversation, anything else he 10:45:44  
3 said about LiDAR or anything? 10:45:47  
4 A. No. No. 10:45:48  
5 Q. When is the next conversation you had? 10:45:50  
6 A. I have no recollection of what the next 10:45:56  
7 conversation was. 10:45:57  
8 Q. When is the next conversation that you 10:45:59  
9 recall?  
10 MR. KIM: Objection; form. 10:46:03  
11 THE WITNESS: I can't recall when these 10:46:05  
12 conversations took place. I would say we had dinner 10:46:10  
13 occasionally, and he would generally just ask how 10:46:14  
14 we're doing. 10:46:15  
15 BY MR. JAFFE: 10:46:15  
16 Q. When is the next conversation that you can 10:46:21  
17 recall with Mr. Levandowski where you talked about 10:46:25  
18 LiDAR techniques? 10:46:28  
19 MR. KIM: Objection; form. 10:46:42  
20 THE WITNESS: At this point, I'm leaning towards 10:46:44  
21 saying when I joined Otto. 10:46:46  
22 BY MR. JAFFE:  
23 Q. Okay. So after you joined Otto, what was the 10:46:50  
24 first conversation you had with Mr. Levandowski about 10:46:53  
25 LiDAR? 10:46:54

1           A.    It would have been something to the nature           10:47:01  
2           that we need to take -- possibly take the Owl design       10:47:09  
3           and convert that into a multichannel LiDAR sensor that    10:47:16  
4           could be used on autonomous vehicles.                   10:47:18

5           Q.    And what did Mr. Levandowski say?                10:47:23

6           A.    I think he wanted to know what the plan would    10:47:27  
7           be. I had started -- had sometime in that time frame    10:47:33  
8           started working on a CAD model for a design I was       10:47:36  
9           going to propose. And at that time or at a later         10:47:45  
10          time, we started to discuss two different design        10:47:49  
11          approaches that looked promising to take.               10:47:53

12          Q.    What were those two approaches?                   10:47:55

13          A.    One approach was to take the Owl and somehow     10:48:00  
14          multiply the channels to get a multichannel LiDAR that   10:48:07  
15          could be used on a truck. The other approach was to     10:48:10  
16          basically take the Velodyne style of design and build    10:48:14  
17          a sensor in that approach.                               10:48:19

18          Q.    Before we move forward with those two, you       10:48:25  
19          said you had built a CAD design for something that you   10:48:29  
20          were going to propose.                                     10:48:30

21          A.    Yes.   10:48:30

22          Q.    What was the name of that, just for purposes     10:48:34  
23          of our conversation?                                       10:48:35

24          A.    It had no name. Perhaps if I described it.       10:48:39

25          Q.    Sure.   10:48:40

1           A.     It was -- I intended to design a LiDAR sensor     10:48:47  
2     similar to the Owl, based on the design of the Owl     10:48:51  
3     optical cavity. It was a bistatic LiDAR design. It     10:48:57  
4     would incorporate eight laser sources that would     10:49:00  
5     transmit out a transmit lens.     10:49:03

6                     It would have eight avalanche photodiodes     10:49:08  
7     that would receive through the receive lines. That     10:49:14  
8     would project onto a mirror that could spin that could     10:49:18  
9     help scan those beams. It was intended in my mind to     10:49:26  
10    augment something like a Velodyne sensor to provide a     10:49:29  
11    longer range, tighter packed field of view.     10:49:32

12           Q.     So what you were coming up with was a     10:49:36  
13    long-range sensor that would supplement a mid-range     10:49:42  
14    sensor on a self-driving car; is that fair?     10:49:46

15           MR. KIM: Objection; form.     10:49:47

16           THE WITNESS: It was meant to supplement the     10:49:49  
17    Velodyne-type sensor, yes.     10:49:53

18           BY MR. JAFFE:     10:49:53

19           Q.     Did you have any discussions with     10:49:54  
20    Mr. Levandowski in coming up with that design?     10:49:59

21           A.     I don't recall having any discussion with     10:50:08  
22    Anthony Levandowski regarding this design. I want to     10:50:11  
23    say that idea came from earlier talks with Eric     10:50:15  
24    Meyhofer and Scott Boehmke when they visited. At that     10:50:20  
25    time, Brent Schwarz was proposing to them that we had     10:50:28

1 a sensor that was capable of long-range performance 10:50:31  
2 and that they would need a sensor for long-range 10:50:35  
3 viewing on an autonomous vehicle. 10:50:40

4 And so our angle with Uber at the time was we 10:50:44  
5 think we can build such a sensor, but we're not 10:50:47  
6 working on it right now. Our company is open for 10:50:51  
7 acquisition. 10:50:55

8 Q. So the sensor that you were coming up with, 10:51:00  
9 that was going to be a bistatic design; right? 10:51:03

10 A. Yes. 10:51:05

11 Q. At some point, Spider came about and 10:51:12  
12 transformed it to a monostatic design; right? 10:51:15

13 A. True. 10:51:17

14 Q. Do you know who was responsible for the 10:51:19  
15 change from what you were coming up with, which was a 10:51:22  
16 bistatic design, to the monostatic design in Spider? 10:51:26

17 A. I don't recall who among the team was 10:51:34  
18 involved in our conversations first to move away from 10:51:39  
19 supplemental design to one design that would cover all 10:51:44  
20 the way from directly in front of the vehicle out to 10:51:47  
21 long range. But that was a decision that was made 10:51:50  
22 that pretty much negated the proposal I had made of 10:51:56  
23 using a tight-packed purely long-range sensor. 10:52:00

24 Q. So you shifted into the passive voice there. 10:52:05  
25 You're talking about -- who is making these 10:52:07

1 decisions? 10:52:08

2 A. Exactly. I'm trying to recall. I don't 10:52:10

3 know, of all the people that were involved, who was in 10:52:14

4 those conversations. So it would include me. It 10:52:17

5 would include most likely Anthony Levandowski. I 10:52:23

6 believe it would also include Daniel Gruver. And I'm 10:52:28

7 not sure if there's anyone else. 10:52:30

8 Q. And do you know, in the context of those 10:52:35

9 communications, who just said, Hey, James, your design 10:52:44

10 looks great, but we're going to go with the monostatic 10:52:46

11 design and we think it's better? 10:52:50

12 MR. KIM: Objection; form. 10:52:50

13 THE WITNESS: The monostatic design that uses one 10:52:56

14 lens for transmit and receive, I don't know who came 10:52:59

15 up with that. At some point I saw it, seemed okay to 10:53:05

16 me, it seemed compact, let's use it. 10:53:09

17 BY MR. JAFFE: 10:53:09

18 Q. So you don't know -- you have no information 10:53:12

19 of who came up with the monostatic design in Spider? 10:53:15

20 A. True. 10:53:16

21 Q. Okay. So we were still -- going back to our 10:53:25

22 chron of conversations with Mr. Levandowski, when is 10:53:28

23 the next conversation that you had with 10:53:31

24 Mr. Levandowski about LiDAR that you can recall? 10:53:34

25 A. It's very hard for me to recall specific 10:53:43

1 conversations, especially in sequence. At this point, 10:53:47  
2 I report to Anthony Levandowski. 10:53:50  
3 Q. And just for purposes of the record, when 10:53:52  
4 you're talking about "this point," what date are you 10:53:54  
5 talking about? 10:53:55  
6 A. I'm talking about immediately following 10:53:56  
7 Tyto's acquisition by Otto -- or I should say Otto's 10:54:03  
8 acquisition of Tyto. We joined -- at that time, I 10:54:08  
9 reported to Anthony Levandowski. There would be 10:54:12  
10 regular staff meetings. Since my team is working on 10:54:19  
11 LiDAR, LiDAR would definitely come up in conversations 10:54:22  
12 with him, at that point, on a probably fairly routine 10:54:25  
13 basis, like weekly basis. 10:54:28  
14 Q. And what did you and Mr. Levandowski discuss? 10:54:31  
15 A. Progress, approach, schedule or timing, 10:54:39  
16 volumes. 10:54:41  
17 Q. Can you tell me any more specifics about the 10:54:44  
18 routine and regular conversations you were having with 10:54:48  
19 Mr. Levandowski about LiDAR? 10:54:49  
20 A. He would ask about what the design was 10:54:56  
21 looking like, how we were approaching it. Beyond 10:55:00  
22 that, I don't recall specifics of our conversations. 10:55:03  
23 Q. So sitting here today, in this time period 10:55:06  
24 that you're talking about, after you joined Otto in 10:55:10  
25 May of 2016, you would have regular conversations with 10:55:15

1 Mr. Levandowski about LiDAR, but you can't recall any 10:55:18  
2 specifics of those conversations; is that fair? 10:55:21  
3 A. That's fair to say I cannot recall beyond the 10:55:26  
4 details I already told you. 10:55:28  
5 Q. I see. 10:55:29  
6 When is the next -- moving forward in time 10:55:34  
7 here, when is the next substantive conversation with 10:55:38  
8 Mr. Levandowski about LiDAR that you recall? 10:55:40  
9 A. I don't know. 10:55:56  
10 Q. You don't know? 10:55:57  
11 A. I don't know. 10:55:57  
12 Q. I'm not trying to do a memory test here. If 10:56:02  
13 there's just too many conversations for you to recall, 10:56:05  
14 that's fine, and you can just tell me that. But 10:56:08  
15 otherwise I'm just going to keep asking. 10:56:10  
16 MR. KIM: Objection; form. 10:56:10  
17 THE WITNESS: Most of our conversations, that is 10:56:21  
18 between me and Anthony Levandowski, were not 10:56:24  
19 substantive in LiDAR design per se. So I'm having a 10:56:30  
20 hard time remembering further conversations or 10:56:35  
21 specifics. 10:56:35  
22 Most of the time, he wanted to know where 10:56:38  
23 we were in our progress, and he may have asked 10:56:41  
24 what the design was shaping up like. 10:56:44  
25 I do recall one more. 10:56:49

1           He was visiting Uber. He got me on the phone 10:56:56  
2           and was starting to describe using eight fiber 10:57:02  
3           lasers -- that's right -- eight fiber lasers, 10:57:08  
4           splitting their outputs to multiply the number of 10:57:12  
5           channels and then routing a fiber from each fiber 10:57:17  
6           laser into a number of optical cavities. 10:57:24  
7           There was also, at that time frame, a 10:57:26  
8           document published or shared with the team. I think 10:57:31  
9           that came from Scott Boehmke. So this would be 10:57:38  
10          substantive in terms of shaping up what Spider would 10:57:43  
11          eventually become. 10:57:44  
12          BY MR. JAFFE: 10:57:44  
13          Q. And you said Mr. Levandowski called you from 10:57:48  
14          Uber in Pittsburgh; is that right? 10:57:53  
15          A. My understanding he was either at Uber or in 10:57:55  
16          transit to or from Uber in Pittsburgh. 10:57:58  
17          Q. Approximately what time period was this? 10:58:01  
18          A. This would be relatively early in the 10:58:04  
19          development of the Spider. Beyond that, I would defer 10:58:08  
20          to e-mails. I don't remember. 10:58:10  
21          Q. When you say you would "defer to e-mails," 10:58:12  
22          are there e-mails about this conversation? 10:58:15  
23          A. There were e-mails -- I should say there was 10:58:19  
24          an e-mail with a document that was published that 10:58:24  
25          contained the substance of what he was describing. 10:58:27



1 All right. Are there any other substantive 11:02:40  
2 conversations regarding LiDAR with Mr. Levandowski 11:02:43  
3 that you can recall? 11:02:47  
4 MR. KIM: Objection; form. 11:02:50  
5 THE WITNESS: I'm not sure I would consider the 11:03:11  
6 pivot to Fuji a conversation that was substantive, but 11:03:18  
7 he did provide input into the Fuji and that he wanted 11:03:26  
8 to make sure it first operated as well or better than 11:03:33  
9 Velodyne and suggested that we ignore concerns from 11:03:38  
10 the Pittsburgh office regarding size and weight and 11:03:41  
11 not to be constrained by that. 11:03:43  
12 BY MR. JAFFE: 11:03:43  
13 Q. Anything else? 11:03:44  
14 A. I don't recall. 11:03:52  
15 Q. Just to be clear, is there any other 11:04:00  
16 conversation that you had with Mr. Levandowski about 11:04:04  
17 LiDAR design that you can recall, sitting here today? 11:04:10  
18 MR. KIM: Objection; form. 11:04:11  
19 THE WITNESS: I don't recall any more. 11:04:48  
20 BY MR. JAFFE: 11:04:48  
21 Q. No more? 11:04:53  
22 A. I don't recall any more. I'm sorry. 11:04:56  
23 Q. And this is apart from the regular 11:04:58  
24 conversations that you had with Mr. Levandowski 11:05:00  
25 regarding status and updates; right? 11:05:03

1 A. 153. 15:10:47

2 Probably would have included Florin 15:10:59

3 Ignatescu. I don't recall if Adam had joined by then. 15:11:08

4 Would have included Asheem Linaval, Tri Luong, Nancy 15:11:25

5 Sun. I think that would be it. And like I said, 15:11:36

6 possibly Anthony. This is best of my recollection who 15:11:40

7 should have been or could have been on that list. 15:11:42

8 Q. So Exhibit 159 here is an e-mail from 15:11:45

9 Mr. Levandowski to Mr. Boehmke. And it says -- 15:11:47

10 Mr. Levandowski says, "[REDACTED] [REDACTED]

11 [REDACTED]

12 Do you see that? 15:11:55

13 A. I see that. 15:11:56

14 Q. Do you know what that refers to? 15:11:57

15 A. [REDACTED] [REDACTED]

16 [REDACTED] 15:12:06

17 Q. What does [REDACTED] refer to, though? 15:12:10

18 A. It's a wavelength of light for a laser diode. 15:12:14

19 Q. So Mr. Levandowski is referring to a 15:12:16

20 diode-based LiDAR design here; right? 15:12:18

21 A. Yes. 15:12:20

22 Q. And one of the parts of that design was going 15:12:22

23 to be Gaetan Pennecot's FAC lens; right? 15:12:27

24 A. Yes. 15:12:27

25 Q. And he was already working with Mr. Boehmke 15:12:34

1 Q. Let me ask a different question. 15:30:07  
2 If you wanted to have a point on the road 15:30:09  
3 every 10 feet going out to 150 feet, is that an idea 15:30:13  
4 that you guys came up with at Velodyne? 15:30:17  
5 A. That -- I don't recall that idea at Velodyne, 15:30:20  
6 no. 15:30:20  
7 Q. Even though you guys were designing LiDARs 15:30:24  
8 for self-driving cars? 15:30:26  
9 A. We were designing LiDARs for mapping, 15:30:29  
10 self-driving cars, robots. So, yes. 15:30:34  
11 Q. And when you came to Otto, who came up with 15:30:40  
12 the idea of wanting to get -- hit a point every 10 15:30:49  
13 feet on the road for every 150 feet? Or that concept, 15:30:53  
14 where did that come from? 15:30:55  
15 A. The vertical angles and the concepts behind 15:31:01  
16 them I believe, my understanding was, came through 15:31:04  
17 Scott Boehmke. 15:31:05  
18 Q. Anyone else? 15:31:06  
19 A. I'm not aware of anyone else. 15:31:08  
20 Q. And you know that Scott Boehmke was talking 15:31:11  
21 with Anthony Levandowski about LiDAR design when you 15:31:15  
22 were joining; right? 15:31:16  
23 A. Shortly after I joined, we have e-mails that 15:31:18  
24 show that they were talking about LiDAR, yes. 15:31:21  
25 Q. And, in particular, the e-mail that we were 15:31:26

1 just looking at, for example, shows that 15:31:30  
2 Mr. Levandowski and Mr. Boehmke were talking about how 15:31:35  
3 to implement 64 beams and the angles for each of 15:31:39  
4 those; right? 15:31:40  
5 A. They were talking about that topic, yes. 15:31:45  
6 Q. And they were talking about that because 15:31:47  
7 Mr. Levandowski was working with Mr. Boehmke on the 15:31:50  
8 beam angles; right? 15:31:52  
9 A. Well, you're making it sound like Anthony was 15:31:57  
10 working on the beam angles. So I want to just be 15:32:01  
11 clear. I don't know that he actually worked on beam 15:32:04  
12 angles, but it does seem that he was asking Scott 15:32:07  
13 Boehmke to design angles based on certain 15:32:10  
14 manufacturing restrictions. 15:32:12  
15 Q. And where do those manufacturing restrictions 15:32:14  
16 come from? 15:32:17  
17 A. It could have involved a discussion with 15:32:22  
18 Anthony Levandowski, but it also included Dan Gruver 15:32:27  
19 and myself. Maybe Gaetan Pennecot; I'm not sure. 15:32:32  
20 Q. So going back to Mr. Levandowski's e-mail. 15:32:42  
21 A. Yes. 15:32:43  
22 Q. Gives Option A and Option B. 15:32:48  
23 A. Yes.  
24 Q. Option A, [REDACTED]  
[REDACTED] 15:32:54

CERTIFICATE OF DEPOSITION OFFICER

I, ANRAE WIMBERLEY, CSR NO. 7778, duly authorized to administer oaths pursuant to Section 8211 of the California Code of Civil Procedure, hereby certify that the witness in the foregoing deposition was by me sworn to testify to the truth, the whole truth and nothing but the truth in the within-entitled cause; that said deposition was taken at the time and place therein stated; that the testimony of said witness was reported by me and was thereafter transcribed by me or under my direction by means of computer-aided transcription; that the foregoing is a full, complete and true record of said testimony; and that the witness was given an opportunity to read and correct said deposition and to subscribe same.

I further certify that I am not of counsel or attorney for either or any of the parties in the foregoing deposition and caption named, nor in any way interested in the outcome of the cause named in said caption.

IN WITNESS WHEREOF, I have hereunto subscribed by my hand this 5th day of May, 2017.



ANRAE WIMBERLEY, CSR NO. 7778

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC, )  
)  
Plaintiff, )  
) Case No.  
vs. ) 3:17-cv-000939-WHA  
)  
UBER TECHNOLOGIES, INC.; )  
OTTOMOTTO LLC; OTTO TRUCKING, )  
INC., )  
)  
Defendants. )  
\_\_\_\_\_)

\*\*\* HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY \*\*\*

VIDEOTAPED DEPOSITION OF JAMES HASLIM  
San Francisco, California  
Wednesday, August 9, 2017  
Volume III

Reported by:  
CARLA SOARES  
CSR No. 5908  
Job No. 2675900  
  
Pages 404 - 724

Page 404

1 general technical input, did you ever get into the 12:36:51  
2 specifics of design features?

3 A No, not that I recall.

4 Q And how were these communications --

5 strike that. 12:37:09

6 What form did these communications with  
7 Mr. Levandowski take?

8 A Verbal communication, maybe a white  
9 board.

10 Q E-mails? 12:37:25

11 A I don't recall that, no.

12 Q Text messages?

13 A I don't recall that.

14 MR. SCHMIDT: I'll mark the next exhibit  
15 in order. This is going to be Exhibit 570. 12:37:43

16 (Exhibit 570 was marked for identification  
17 and is attached hereto.)

18 BY MR. SCHMIDT:

19 Q Mr. Haslim, I've placed before you the  
20 next exhibit in order. This is marked as 12:38:02  
21 Exhibit 570, and this looks to be a text message  
22 from you sent to Anthony Levandowski on  
23 September 10th, 2012.

24 Do you see that?

25 A Yes. 12:38:17

1 Q And then the subsequent conversations -- 12:38:17  
2 the subsequent text messages look like they might be  
3 the next in a series on the same date.

4 Do you see that?

5 A Yeah, I guess I see the times look -- the 12:38:35  
6 same day.

7 Q And focusing your attention on the  
8 document ending in Bates No. 199104, the first  
9 page --

10 A Okay. 12:38:53

11 Q -- you say to Mr. Levandowski, "Good  
12 shape," and then you recite a series of what look to  
13 be technical parameters.

14 Do you see that?

15 A Yes. 12:39:03

16 Q Do you know what you were referencing  
17 here?

18 A I vaguely recall I was referencing a  
19 performance of some avalanche photodiode output  
20 between shade and sunlight. 12:39:21

21 Q And what device was this in relation to?

22 A What do you mean by "device"?

23 Q Was this conversation relating to the  
24 development of a LiDAR device?

25 A Yeah. This would be early in the 12:39:37



1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath; that  
8 a record of the proceedings was made by me using  
9 machine shorthand which was thereafter transcribed  
under my direction; that the foregoing transcript is  
a true record of the testimony given.

10 Further, that if the foregoing pertains to  
11 the original transcript of a deposition in a Federal  
12 Case, before completion of the proceedings, review  
of the transcript [X] was [ ] was not requested.

13 I further certify I am neither financially  
14 interested in the action nor a relative or employee  
15 of any attorney or any party to this action.

16 IN WITNESS WHEREOF, I have this date  
17 subscribed my name.

18 Dated: August 10, 2017  
19  
20  
21

22   
23

24 CARLA SOARES

25 CSR No. 5908

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC,

Plaintiff,

vs.

Case No.

UBER TECHNOLOGIES, INC.;

3:17-cv-00939-WHA

OTTOMOTTO LLC; OTTO TRUCKING,

INC.,

Defendants.

-----/

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF JEFF HOLDEN

SAN FRANCISCO, CALIFORNIA

TUESDAY, AUGUST 15, 2017

BY: ANDREA M. IGNACIO, CSR, RPR, CRR, CCRR, CLR ~

CSR LICENSE NO. 9830

JOB NO. 2660984

PAGES 1 - 341

Page 1

1 MS. ROBERTS: Q. My first question, I don't 10:00  
2 think you need to read before -- beyond the -- the 10:00  
3 first page. 10:00  
4 A Okay. 10:00  
5 Q So I will represent to you that this is a 10:00  
6 document that your counsel created and put together 10:00  
7 and produced to us for the litigation, that lists 10:00  
8 communications with Mr. Levandowski. 10:00  
9 And I want to point you to the -- the 10:00  
10 first -- Nos. 1 through 7, there are all 10:00  
11 communications that you were involved in. 10:00  
12 Do you see that? 10:00  
13 A I do. 10:00  
14 Q And so, if you look at 1 through 6, they 10:00  
15 refer to [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED] Do you see that? 10:01  
18 A Let's see. Yes. I see the date. [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] 10:01  
20 Q Right. 10:01  
21 And then, on the far right column, it says 10:01  
22 "Subjects Discussed." [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] 10:01  
24 A Yes. 10:01  
25 Q Do you see that? 10:01

1 ordinary course of business? 10:22

2 A I believe so. 10:22

3 Q And the subject line is: 10:22

4 [REDACTED] 10:22

5 A Yes. 10:22

6 Q [REDACTED] [REDACTED]

7 [REDACTED] [REDACTED] [REDACTED] [REDACTED]

8 [REDACTED] [REDACTED] 10:22

9 Q Okay. 10:22

10 A Yeah. 10:22

11 Q [REDACTED] [REDACTED]

12 [REDACTED] [REDACTED] 10:22

13 Do you see that? 10:22

14 A Uh-huh. 10:22

15 Q [REDACTED] [REDACTED]

16 [REDACTED] [REDACTED] 10:22

17 Q What was the purpose of this e-mail? 10:22

18 A Well, I don't remember the exact e-mail. But 10:22

19 again, the -- the -- what I -- just reading it here, 10:22

20 and familiarizing myself with it again, [REDACTED] [REDACTED]

21 [REDACTED] [REDACTED] [REDACTED]

22 [REDACTED] [REDACTED] 10:23

23 Q And in the -- this is dated August 18th, 10:23

24 2015. 10:23

25 [REDACTED] [REDACTED] 10:23

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 [REDACTED] 10:23

2 A Well, it's in -- there is a -- you know, at 10:23

3 some point the -- [REDACTED] [REDACTED]

4 [REDACTED] [REDACTED]

5 [REDACTED] [REDACTED]

6 [REDACTED] [REDACTED]

7 [REDACTED] [REDACTED]

8 [REDACTED] [REDACTED]

9 [REDACTED] [REDACTED]

10 [REDACTED] [REDACTED]

11 [REDACTED] [REDACTED]

12 [REDACTED] [REDACTED]

13 [REDACTED] [REDACTED]

14 [REDACTED] [REDACTED] 10:23

15 I thought it would be -- I said -- and what I 10:23

16 said was, [REDACTED] [REDACTED]

17 [REDACTED] 10:23

18 And that -- [REDACTED] [REDACTED]

19 [REDACTED] [REDACTED]

20 [REDACTED] [REDACTED]

21 [REDACTED] [REDACTED] [REDACTED] [REDACTED]

22 [REDACTED] 10:24

23 And -- and so there was a -- so there was 10:24

24 that discussion. 10:24

25 [REDACTED] 10:24

Page 67

1 [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] 10:24  
4 But if -- if we are -- [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] 10:24  
9 Q Okay. So we're going to take a look at 10:24  
10 [REDACTED] 10:24  
11 But if you could turn -- I think it was 10:24  
12 Exhibit 804. It was the really lengthy one. 10:24  
13 A (Witness complies.) 10:24  
14 Yes. 10:24  
15 Q And so I pointed you to -- to the -- the 10:24  
16 first seven rows there before. 10:25  
17 A Yes. 10:25  
18 Q And, if you see -- and -- and I'll -- I'll 10:25  
19 represent to you that this is organized in 10:25  
20 chronological order. 10:25  
21 A Okay. 10:25  
22 Q So those are the earliest discussions on the 10:25  
23 first page. 10:25  
24 [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] 10:25

1 A Uh-huh. 10:25

2 Q And then row 7 references a [REDACTED] [REDACTED]

3 [REDACTED] [REDACTED]

4 [REDACTED] 10:25

5 A Okay. 10:25

6 Q Between May of 2015 and September 23rd, 2015, 10:25

7 were you having discussions with Mr. Levandowski? 10:25

8 A I do not remember. 10:25

9 Q If you'd turn back to Exhibit 806, which is 10:25

10 the e-mail from Brian McClendon, [REDACTED] [REDACTED]

11 [REDACTED] 10:25

12 A (Witness complies.) 10:25

13 Q Is it -- is it your understanding that you 10:25

14 received this e-mail at a time period when you were 10:25

15 having ongoing discussions with Mr. Levandowski? 10:25

16 A Yeah. I don't -- I just don't remember 10:26

17 the -- the timing of the -- the context. It could 10:26

18 have been, this is the only contact I had or -- you 10:26

19 know, during that period, or it could be the -- [REDACTED] [REDACTED]

20 [REDACTED] I 10:26

21 definitely had more conversations with Anthony. I 10:26

22 just don't know when they were relative to these time 10:26

23 frames. 10:26

24 Q Did you ask for this information from 10:26

25 Mr. Bares [REDACTED] 10:26

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 Q Can you turn back to Exhibit 804, which is 15:41  
2 the big log in front of you. 15:41  
3 A Uh-huh. 15:41  
4 Q And if you'd turn to page 19. 15:41  
5 A (Witness complies.) 15:41  
6 Okay. 15:42  
7 Q Entry 434 has the date September 2nd, 2016, 15:42  
8 and your name, and then the subject is: 15:42  
9 [REDACTED] [REDACTED]  
10 [REDACTED] 15:42  
11 A Okay. 15:42  
12 Q Do you see that? 15:42  
13 A Yep. 15:42  
14 Q [REDACTED] 15:42  
15 on that date? 15:42  
16 A Yes. Well, I don't know if I remember the 15:42  
17 date, but [REDACTED] [REDACTED]  
18 [REDACTED] 15:42  
19 Q Okay. 15:42  
20 A Yeah. 15:42  
21 Q [REDACTED] [REDACTED]  
22 [REDACTED] [REDACTED] [REDACTED]  
23 [REDACTED] 15:42  
24 Q What -- what do you recall [REDACTED] [REDACTED]  
[REDACTED] 15:42

Page 267



HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 A [REDACTED] [REDACTED]  
[REDACTED] It was -- it was kind of lightweight. 15:42  
3 I mean, it was -- we looked -- we -- I remember him 15:42  
4 describing the fact that the trucks that were parked 15:43  
5 in there were causing the structure to crumble. And 15:43  
6 so we went downstairs and looked at the fact that that 15:43  
7 was actually happening. It made me really kind of 15:43  
8 nervous. 15:43  
9 And then we looked at [REDACTED] [REDACTED]  
[REDACTED] 15:43  
11 had, you know, [REDACTED] [REDACTED]  
[REDACTED] Looked at some of the testing 15:43  
13 that -- sort of test benches they had built for -- [REDACTED] [REDACTED]  
[REDACTED] Looked at the team and, like, how 15:43  
15 the team was organized and, you know, looked at his 15:43  
16 company values. 15:43  
17 [REDACTED] [REDACTED] [REDACTED]  
[REDACTED] 15:43  
19 Q And this was -- we previously talked about 15:43  
20 Mr. Levandowski taking tours of Uber. 15:43  
21 [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] 15:43  
24 Q Okay. And [REDACTED] [REDACTED]  
[REDACTED] 15:43

Page 268

1 Q It lists you as a recipient of an e-mail, and 15:46  
2 the "Subject Discussed" is: 15:46  
3 [REDACTED] [REDACTED]  
4 [REDACTED] 15:46  
5 Do you see that? 15:46  
6 A I do. 15:46  
7 Q Do you remember attending [REDACTED] [REDACTED]  
8 [REDACTED] [REDACTED]  
9 [REDACTED] 15:46  
10 A Not in a -- not in a particular meeting. 15:46  
11 Q Do you recall anything specific that was 15:46  
12 discussed with Mr. Levandowski regarding [REDACTED] [REDACTED]  
13 [REDACTED] 15:46  
14 A There is the one -- there's the one e-mail 15:46  
15 that I sent that summarized the meeting. This is -- 15:46  
16 this is based on what you showed me, so I don't -- I 15:46  
17 mean, it's just that this is the only thing I 15:46  
18 remember, which, you know, said that I had laid out 15:46  
19 some initial high-level milestones. But that's the 15:46  
20 only -- I only remember that because you showed it to 15:46  
21 me. I don't remember anything else specific. 15:46  
22 Q Other than what's summarized in the e-mail, 15:46  
23 do you have any independent recollection of 15:46  
24 discussions of those milestones? 15:46  
25 A No, I don't. 15:46

CERTIFICATE OF REPORTER

I, ANDREA M. IGNACIO, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [x] was [ ] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

Dated: 8/16/2017

A handwritten signature in blue ink, appearing to read 'Andrea M. Ignacio', is written over a horizontal line.

ANDREA M. IGNACIO,

RPR, CRR, CCRR, CLR, CSR No. 9830

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC

Plaintiff,

vs.

Case No.

UBER TECHNOLOGIES, INC.; 17-cv-00939-WHA

OTTOMOTTO, LLC; OTTO

TRUCKING LLC,

Defendants.

-----

**\*\*ATTORNEYS' EYES ONLY\*\***

VIDEOTAPED DEPOSITION OF TRAVIS KALANICK

San Francisco, California

Thursday, July 27, 2017

Volume I

REPORTED BY:

REBECCA L. ROMANO, RPR, CSR No. 12546

JOB NO. 2665725

PAGES 1 - 329

Page 1

1 Google. It was about great talent in the space, 12:01:25  
2 period, coming from all the companies that are  
3 working on it.

4 Q. (By Mr. Verhoeven) But you don't  
5 remember having discussions about Mr. Levandowski 12:01:32  
6 hiring as many people as he could from Google's AV  
7 space after he came over?

8 MS. DUNN: Objection to form.

9 MR. CHATTERJEE: Join.

10 THE DEPONENT: Generally, we wanted to 12:01:47  
11 recruit as many great Google employees as we  
12 possibly could.

13 We needed to figure out what were the  
14 right processes to do that, but we were very  
15 excited about somebody -- having somebody on our 12:02:00  
16 team who was a visionary in the space who could  
17 attract that great talent.

18 Q. (By Mr. Verhoeven) Okay. But do you  
19 remember having any -- my question was, do you  
20 remember having any conversations about it? 12:02:15

21 A. I would say -- I don't remember any  
22 specific conversations, but I would generally say  
23 that -- I would acknowledge that conversations like  
24 that occurred.

25 Q. I direct your attention to -- back to the 12:02:32

1 document, Exhibit 366, and to the same page we were 12:02:33  
2 looking at.

3 A. 336?

4 Q. 366. This is just the exhibit number of  
5 the document you're looking at. 12:02:48

6 A. Okay. Sorry. I was looking for the  
7 right page.

8 Q. The same page.

9 A. Okay. Yeah.

10 Q. And then the second-to-last line on the 12:02:54  
11 page says, quote, If the sensor idea is so good,  
12 why limiting scope to trucking? Close quote.

13 Do you see that?

14 A. Yeah.

15 Q. And that's talking about a LiDAR sensor? 12:03:07

16 MS. DUNN: Form.

17 MR. CHATTERJEE: Join.

18 THE DEPONENT: I -- I don't know what  
19 that's about.

20 Q. (By Mr. Verhoeven) Do you remember 12:03:18  
21 having discussions about Mr. Levandowski's idea  
22 about a LiDAR sensor?

23 MS. DUNN: Form.

24 MR. CHATTERJEE: Form.

25 THE DEPONENT: [REDACTED] 12:03:28

1 [REDACTED] 12:03:29

2 [REDACTED]

3 [REDACTED] [REDACTED]

4 [REDACTED]

5 Q. (By Mr. Verhoeven) Okay. 12:03:46

6 A. I don't know if that's referring to this  
7 or not.

8 Q. Okay. And what do you remember about the  
9 discussion?

10 I mean, what was -- what was being 12:03:54  
11 pitched to you?

12 A. [REDACTED]  
13 [REDACTED]  
14 [REDACTED]

15 [REDACTED] 12:04:05

16 [REDACTED]  
17 [REDACTED] [REDACTED]  
18 [REDACTED]  
19 [REDACTED]

20 [REDACTED] 12:04:21

21 [REDACTED]  
22 [REDACTED]  
23 [REDACTED]  
24 [REDACTED]

25 [REDACTED] 12:04:40

1 Q. Okay. You see at the top, on the left, 12:21:43  
2 it says, "TK, 4 January 2016."

3 A. Yeah.

4 Q. And TK is -- is yourself, right?

5 A. I -- I didn't write this, but I would 12:21:56  
6 assume so.

7 Q. Yeah.

8 And AL would refer to Levandowski, right?

9 A. Yeah.

10 Q. And if you look down below the AL, to the 12:22:08  
11 rite of it, there's a number of sentences there.

12 Do you see those?

13 First one says, quote, TK met up with him  
14 over the weekend and is a big fan.

15 A. Okay. 12:22:25

16 Q. Do you see that?

17 A. Yeah.

18 Q. Do you remember what that's referring to,  
19 meeting up with Mr. Levandowski over the weekend --

20 A. I mean, I don't -- 12:22:31

21 Q. -- in January?

22 A. Yeah, I mean, I don't know specifics, but  
23 I don't do a deal until I'm a big fan of what --  
24 who somebody is and what they're doing.

25 Q. You met up with -- with Mr. Levandowski? 12:22:42



1 documents related to the transaction. 02:58:03

2 Q. Do you have any recollection of signing  
3 an indemnification agreement in connection with the  
4 transaction?

5 A. I do not. 02:58:10

6 (Exhibit 383 was marked for  
7 identification by the court reporter and is  
8 attached hereto.)

9 Q. (By Mr. Verhoeven) Let's mark as  
10 Exhibit 383 a document. It looks like a text 02:58:30  
11 message from Anthony Levandowski, bearing Control  
12 Number Uber 73820.

13 Do you see your phone number on there?

14 A. Yes, I do.

15 Q. This is a text from Mr. Levandowski to 02:59:06  
16 you, time-stamped May 5th, 2016?

17 A. Correct.

18 Q. And Mr. Levandowski texts you saying,  
19 "Driving to SF to meet with Scott, ATC, laser guy  
20 and guide the team." 02:59:22

21 Do you see that?

22 A. I do.

23 Q. Who is Scott?

24 A. I am not sure. I think maybe is the guy  
25 at ATC that works on lasers, maybe. 02:59:31

1 just read this real quick. But it's not clear. 03:09:31

2 Because the first bullet was Drew, and the second  
3 bullet was Anthony, but let me just read it and --  
4 just give me a second.

5 Q. (By Mr. Verhoeven) Okay. 03:09:40

6 A. Yes, I have read.

7 Q. Now, directing your attention to the  
8 third bullet --

9 A. Yeah.

10 Q. -- the solid bullet down -- 03:11:32

11 A. Yeah.

12 Q. -- of Mr. Holden's May 13th, 2016  
13 email --

14 A. Yeah. Yeah, yeah, yeah.

15 Q. -- where it says, "We also discussed the 03:11:41  
16 laser plan."

17 That was a discussion with  
18 Mr. Levandowski, right?

19 A. I think it's a fair assumption.

20 Q. And then it says, "[REDACTED]" 03:11:48

21 [REDACTED]

22 Do you see that?

23 A. Yeah.

24 Q. What's that a reference to?

25 A. Sounds like something to do with lasers. 03:11:59

1 I, Rebecca L. Romano, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath;  
8 that a record of the proceedings was made by me  
9 using machine shorthand which was thereafter  
10 transcribed under my direction; that the foregoing  
11 transcript is true record of the testimony given.

12 Further, that if the foregoing pertains to the  
13 original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [x] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21

22 Dated: July 27, 2017

23

24 <%signature%>  
25 Rebecca L. Romano, RPR,  
CSR. No 12546

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC.; ) 3:17-cv-000939-WHA  
OTTOMOTTO LLC; OTTO TRUCKING, )  
INC., )  
Defendants. )  
\_\_\_\_\_)

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF ADAM KENVARG  
San Francisco, California

Tuesday, August 15, 2017

Volume I

Reported by:

CARLA SOARES

CSR No. 5908

JOB No. 2680990

PAGES 1 - 149

Page 83

11:50:22

1 A I don't even need to flip through it. I  
2 have no idea what this is.

3 Q Okay. So I'll represent this is a  
4 document that's been provided by Uber as part of the  
5 requirements in this case set out from one of the  
6 Court's orders.

11:50:33

7 A Okay.

8 Q And since you've never seen it before, I  
9 assume you've also not had any input into the  
10 contents of this document.

11:50:47

11 A Right. I don't know how I would.

12 Q Okay.

13 A No.

14 Q If you could turn to entry 206, please.

15 A UBER0 -- blah, blah, blah, blah, blah --  
16 429, is that the one?

11:51:03

17 Q That's correct, yeah.

18 A Um-hum.

19 Q So we're going to be running through

20 different instances where your name shows up in  
21 here.

11:51:15

22 A Okay.

23 Q So each time, I'll point you to an entry,  
24 and then I'll just have one or two questions about  
25 it, and we'll just kind of get through this as

11:51:26

Page 84

1 quickly as possible, all right?

11:51:28

2 A Okay.

3 Q So in this entry 206, it's from May 19th,

4 2016. Do you see your name listed in the

5 "Recipient" column?

11:51:40

6 A Yes.

7 Q And this is the calendar invitation at the

8 very far right for weekly LiDAR stand-up meeting,

9 10:30 to 11:00.

10 Do you see that?

11:51:57

11 A Um-hum.

12 Q Do you recall the substance of this

13 meeting?

14 A No.

15 Q Okay. Do you recall whether or not

11:52:03

16 Mr. Levandowski provided any input in this meeting?

17 A No.

18 Q The upstairs fishbowl, is that just a

19 meeting room?

20 A Yes.

11:52:23

21 Q All right. The next one is 269. It's a

22 couple pages down.

23 A Same thing, different date?

24 Q That's correct.

25 And again, do you recall the substance of

11:52:44

Page 85

11:52:45

1 this meeting?

2 A No. I can give you a heads up for all the  
3 rest of the calendar invites for LiDAR stand-up  
4 meetings. I do not recall the substance of the  
5 meeting and I do not recall Anthony Levandowski even  
6 being there.

11:52:54

7 Q Okay. That will help us get through this  
8 a little bit quicker, I think. Malware and that's  
9 true for any of the LiDAR stand-ups; is that what  
10 you're saying?

11:53:04

11 A Yes. I don't ever recall him attending a  
12 LiDAR stand-up, and I don't recall any of the  
13 specific details of any particular meeting.

14 Q What was, I guess, the general nature of a  
15 LiDAR stand-up meeting? What would be discussed?

11:53:14

16 A An update on what people are working on.

17 Q And it looks like it's only a half-hour  
18 entry. So is it a pretty quick in-and-out-type  
19 meeting?

20 A Yes.

11:53:24

21 Q And it's just sort of a check-in to see  
22 what people are doing; is that right?

23 A Yes.

24 Q So you're not generally discussing  
25 substance of any one person's particular project; is

11:53:31

Page 93

1 which is a little bit further back in the lineup.

12:02:42

2 A Yep.

3 Q This is February 2017, text message

4 between Mr. Levandowski and yourself. The

5 description says, "Anthony Levandowski states he

12:03:11

6 will be attending LiDAR lunch meeting and cannot

7 wait to see point cloud on personal cell phone."

8 Do you see that description?

9 A Yes.

10 Q Do you recall getting that text message?

12:03:27

11 A I have seen that text message.

12 Q What was the point cloud that he was  
13 referencing in the text, do you recall?

14 A I had mentioned that we had a point cloud.

15 Q Did you text with Mr. Levandowski  
16 regularly?

12:03:53

17 A No, I would not say regularly.

18 Q How often would you say?

19 A I mean, you have the history of my text  
20 messages, so you can see specifically, but I don't  
21 want to characterize it one way or another.

12:04:09

22 MR. McCAULEY: Do we have his text  
23 messages?

24 MS. CHANG: You do.

25 MR. McCAULEY: Okay. Just making sure.

12:04:22



Page 124

13:47:19

1 Mr. Levandowski about LiDAR that informs your  
2 opinion as to the fact that it was only a unilateral  
3 conversation?

4 MS. CHANG: Objection. Vague and  
5 ambiguous.

13:47:27

6 THE WITNESS: I guess I'm trying to  
7 understand how -- what specifically you mean.

8 BY MR. McCAULEY:

9 Q You said in your view, the conversations  
10 only went in one direction. I just want to know how  
11 your view has been formed. Is it from a direct  
12 interaction with Mr. Levandowski, is it just an  
13 opinion generally, or is it something else?

13:47:41

14 A I've had conversations with him about  
15 LiDAR, and he has never given me any specific input  
16 as to how it should be made.

13:47:53

17 Q Okay. But your opinion isn't formed by  
18 anyone else's interactions with Mr. Levandowski;  
19 it's yours specifically, correct?

20 A I can't speculate on other people's  
21 interactions.

13:48:08

22 Q Okay. And you've never had a conversation  
23 with anybody else --

24 A In which they -- no.

25 Q Okay. Sorry. Just to clean that up, you

13:48:16

1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath; that  
8 a record of the proceedings was made by me using  
9 machine shorthand which was thereafter transcribed  
10 under my direction; that the foregoing transcript is  
11 a true record of the testimony given.

12 Further, that if the foregoing pertains to  
13 the original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [x] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21 Dated: 8/16/2017

22  
23 Carla Soares

24 CARLA SOARES

25 CSR No. 5908

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

\_\_\_\_\_  
WAYMO LLC, )  
 )  
 )  
Plaintiff, )  
 )  
vs. ) Case No.  
 ) 17-cv-00939-WHA  
UBER TECHNOLOGIES, INC.; )  
 )  
OTTOMOTTO, LLC; OTTO TRUCKING LLC, )  
 )  
 )  
Defendants. )  
\_\_\_\_\_ )

ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF  
SAMEER KSHIRSAGAR  
San Francisco, California  
Friday, April 14, 2017  
Volume I

Reported by:  
MARY J. GOFF  
CSR No. 13427  
Job No. 2594019  
PAGES 1 - 49

Page 1

Veritext Legal Solutions  
866 299-5127

YELLOW = CONFIDENTIAL  
RED = HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

1 Q They report directly to you? 09:24

2 A Yes, they do. Well, Steven reports to

3 Prashant. Prashant reports to me, yes.

4 (Exhibit 11 was marked for identification

5 and is attached to the transcript.) 09:24

6 Q I'm going to show you a document marked

7 Exhibit 11.

8 A Um-hum.

9 MS. BAILY: I can only give you one this

10 time. 09:24

11 Q (BY MS. BAILY) This is E-mail

12 correspondence among you, Mr. Levandowski, and

13 others. Do you see that?

14 A Yes.

15 Q This cor -- excuse me. 09:25

16 This correspondence took place while you

17 and Mr. Levandowski were working at Otto, correct?

18 A That's correct.

19 Q The E-mails relate to purchases being made

20 for a custom LiDAR system being developed at Otto; 09:25

21 is that correct?

22 MR. PUNZALAN: Objection, form.

23 A Yes.

24 Q What was the name of that system?

25 A I believe it was [REDACTED] 09:25

Page 33

1 Q Mr. Levandowski writes, Let's make sure we 09:25  
2 get the good concentrations of erbium and ytterbium  
3 from [REDACTED]

4 Do you see that?

5 A Yes. 09:25

6 Q Did you understand Mr. Levandowski to be  
7 referring to levels of ion doping of the optical  
8 fiber to be used with the lasers?

9 MR. PUNZALAN: Objection --

10 MS. PHILLIPS: Objection -- 09:25

11 MR. PUNZALAN: -- form.

12 MS. PHILLIPS: -- form.

13 A I believe that comment was for -- for  
14 James. I'm not sure what those things are, but...

15 Q You're not sure what erbium and ytterbium 09:25  
16 are?

17 A Correct. That -- that's not normal. I'm  
18 -- I'm sure I would have -- I -- I -- I don't know  
19 who that comment was directed to. James is on this  
20 as well. 09:26

21 Q Are you aware whether, as part of the  
22 Spider LiDAR system, there were ion doped optical  
23 fibers used with the lasers?

24 MR. PUNZALAN: Objection, form.

25 MS. PHILLIPS: Objection, form. 09:26

Page 34

1 A I -- yes. Yeah. 09:26

2 Q (BY MS. BAILY) Do you understand what  
3 concentrations of ion doping Otto wanted for those  
4 fibers?

5 MR. PUNZALAN: Objection, form. 09:26

6 MS. PHILLIPS: Objection, form.

7 A No.

8 Q Who would know that?

9 A James.

10 Q James who? 09:26

11 A Haslim.

12 (Exhibit 12 was marked for identification  
13 and is attached to the transcript.)

14 Q I'm showing you Exhibit 12. This is  
15 E-mail correspondence between you and 09:27  
16 Mr. Levandowski and others. Do you see that?

17 A Yes.

18 Q You forwarded a data sheet for an [REDACTED]  
19 micro EDFA to Mr. Levandowski for his review and  
20 comment; is that a fair characterization of this 09:27  
21 document?

22 MR. PUNZALAN: Objection, form.

23 A Is -- is this what you're referencing?

24 Q I'm representing -- I'm referencing you  
25 forwarding what appears to be a spec sheet for the 09:27

Page 35

1       [REDACTED] micro EDFA. 09:27

2               MR. PUNZALAN: Objection, form. Is that

3       --

4               MS. PHILLIPS: Objection, form.

5               MR. PUNZALAN: -- a question? 09:28

6       A       I am not sure this is a spec sheet for

7       something they have. I think this was a spec sheet

8       for something he was looking for.

9               Q       Understood. An EDFA is an Erbium Doped

10       Fiber Amplifier; is that correct? 09:28

11               MR. PUNZALAN: Objection, form.

12       A       I don't know how to answer that when you

13       say it. And I can read the initials. And I would

14       say yes, I would not know how to describe that

15       before. 09:28

16       Q       Was the interest in an EDFA -- strike

17       that.

18               Were you corresponding with

19       Mr. Levandowski about an EDFA for use in the LiDAR

20       spider system? 09:28

21       A       I don't know what he wanted it for.

22       Q       Were you aware that Otto was interested in

23       an EDFA for LiDAR purposes?

24               MS. PHILLIPS: Objection, form.

25               MR. PUNZALAN: Objection, form. 09:29

Page 36

1 I, MARY J. GOFF, CSR No. 13427, Certified  
2 Shorthand Reporter of the State of California,  
3 certify;

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth, at  
6 which time the witness declared under penalty of  
7 perjury; that the testimony of the witness and all  
8 objections made at the time of the examination were  
9 recorded stenographically by me and were thereafter  
10 transcribed under my direction and supervision; that  
11 the foregoing is a full, true, and correct  
12 transcript of my shorthand notes so taken and of the  
13 testimony so given;

14 That before completion of the deposition,  
15 review of the transcript (XX) was ( ) was not  
16 requested: ( ) that the witness has failed or  
17 refused to approve the transcript.

18 I further certify that I am not financially  
19 interested in the action, and I am not a relative or  
20 employee of any attorney of the parties, nor of any  
21 of the parties.

22 I declare under penalty of perjury under the  
23 laws of California that the foregoing is true and  
24 correct, dated this 14th day of April, 2017.  
25



MARY J. GOFF, CSR No. 13427



UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

---oOo---

WAYMO LLC,

Plaintiff,

vs.

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;  
OTTOMOTTO LLC; OTTO TRUCKING,  
INC.,

Defendants.

\_\_\_\_\_/

HIGHLY CONFIDENTIAL PURSUANT TO THE PROTECTIVE ORDER

VIDEOTAPED DEPOSITION OF MAXIME LEVANDOWSKI

SAN FRANCISCO, CALIFORNIA

TUESDAY, JULY 18, 2017

BY: ANDREA M. IGNACIO, CSR, RPR, CRR, CCRR, CLR ~

CSR LICENSE NO. 9830

JOB NO. 2661102

1           "July 3, 2017, Supplemental Log Pursuant to           10:27  
2   Orders on Motion for Preliminary Relief and Special       10:27  
3   Masters Protocol."   10:27  
4           Q   Do you see that?                               10:27  
5           A   I see it.                                        10:27  
6           Q   All right.                                       10:27  
7           Have you seen the document that I've labeled     10:27  
8   as Exhibit 310 before?                                     10:27  
9           A   I think I did.                                  10:28  
10          Q   When have -- when have you seen this?       10:28  
11          A   Yesterday.                                     10:28  
12          Q   Before yesterday, have you seen this         10:28  
13   document?   10:28  
14          A   No.    10:28  
15          Q   Okay. Were you involved in the preparation   10:28  
16   of this document, as far as you know?                   10:28  
17          A   No.    10:28  
18          Q   We talked earlier about how you were not      10:28  
19   aware that Anthony Levandowski was speaking with Uber   10:28  
20   when he talked with you in January 2017 -- 2016 about   10:28  
21   his new self-driving truck company; right?               10:28  
22          A   That's correct.                                10:28  
23          Q   Now, I want to look at this document and just   10:28  
24   go through a couple of entries. I mean, you can see      10:28  
25   that they start in May 2015; right?                     10:28

1           A     I see that.

10:29

2 Q And, it describes meetings between 10:29

3 individuals from Uber and your brother, Anthony 10:29

4 Levandowski, starting in May 2015. And there's some 10:29

```
5  -- some number of them well before you started at -- 10:29
```

6 at the company and you had that discussion with 10:29

7 Anthony in January 2016. 10:29

8 Do you see that? 10:29

9 A Sounds correct. 10:29

10 Q So, in light of -- of Exhibit 301 [sic] here, 10:29

```
11    this -- this supplemental log provided by Uber's 10:29
```

12 lawyers, does it surprise you that Anthony didn't tell 10:29

13     you about Uber's involvement in his new venture?                      10:29

14           A     It does not.

10:29

15 Q Why doesn't it surprise you? 10:29

16 A Because we don't really talk work, first. 10:29

17 Also, even at Otto, like, when the company was 10:29

18      founded, 280 or whatever, I was not involved in the      10:29

19 organization of Otto. I was a junior entry-level 10:29

20 mechanical engineer, not, like, an executive, 10:30

21 whatever, management role. So no, I'm not surprised. 10:30

22           Q     But, don't you think that he wasn't telling           10:30

23     you the whole truth when he was saying that "I was                   10:30

24 setting up some start-up company," when really he was 10:30

25     talking with Uber in the background?                                      10:30

1	either; right?	11:00
2	A That's fair.	11:00
3	Q He's not an optical engineer; right?	11:00
4	A That's correct.	11:00
5	Q Does Anthony know how to use SolidWorks?	11:00
6	A I don't know.	11:00
7	Q You never talked about that?	11:00
8	A Never -- I never saw him using it.	11:00
9	Q You've never seen him use SolidWorks?	11:00
10	A No.	11:00
11	Q What about Altium? Have you ever seen him	11:00
12	use that?	11:00
13	A No.	11:00
14	Q You referenced before that you and Anthony	11:00
15	Levandowski spoke about LiDAR.	11:01
16	When was the first time that you and Anthony	11:01
17	Levandowski spoke about LiDAR?	11:01
18	A So, I personally asked him multiple times,	11:01
19	"Hey, can you" -- so I was -- at the time, I had zero	11:01
20	knowledge about LiDAR. So, I was trying to, like,	11:01
21	look at some video and understand the concept, but	11:01
22	even the concept was difficult for me.	11:01
23	So, I asked him about the concept. We talked	11:01
24	about it, I would say, in the first month, like,	11:01
25	shortly after.	11:01

1 Levandowski has a personal laptop that he uses; right? 11:48

2 A I don't know. 11:48

3 Q You don't know? 11:48

4 A (Witness shakes head.) 11:48

5 Q You have no knowledge whether he has a 11:48

6 personal laptop or not? 11:48

7 A I know -- I know he has a computer. I don't 11:48

8 know if it's a work computer only, or if he also has a 11:48

9 personal computer. I do not know. 11:48

10 Q So the -- the one computer that you know 11:48

11 about, what kind of computer is that? 11:48

12 A It's a Mac. 11:48

13 Q And how long has he had that one for? 11:48

14 A I don't know. 11:49

15 Q Years? Weeks? Days? 11:49

16 A I don't know. 11:49

17 Q You can't say? 11:49

18 A I can't say. 11:49

19 Q You have no idea whether Mr. Levandowski -- 11:49

20 Anthony Levandowski has had the one computer that you 11:49

21 know about for weeks, days, or years; is that right? 11:49

22 A Correct. 11:49

23 Q When was the first time, after you joined 11:49

24 Otto, that you spoke with Anthony Levandowski about 11:49

25 LiDAR? 11:49

1           A     I would say the first week.                                 11:49

2 Q Okay. And what did you guys discuss? 11:49

3           A     The concept of LiDARs.                                 11:49

4 Q Where did you discuss that? 11:49

5 A I believe it was at the house where Otto 11:50

6 started. 11:50

7 Q Who else was there? 11:50

8 A It was Rhian Morgan. It was Colin Sebern, 11:50

9 Dan -- not Dan Gruver. I -- I don't remember exactly. 11:50

10 Q Was Dan Ratner there? 11:50

11 A I don't remember exactly. 11:50

12 Q So, let's go back to Exhibit 310 here. And, 11:50

13 can you look at entry 89. They're numbered on the 11:50

14 left-hand side. 11:50

```
15      A      3 -- what's the entry?                                     11:50
```

16 Q Eight-nine, 89. 11:50

17 A (Witness complies.) 11:50

18 Yes. 11:50

19 Q Do you see your name there as a -- as the 11:50

20 recipient, presumably an attendee at this meeting? 11:51

21 A Yes, I do.

11:51

22 Q And, do you see in the description, it says: 11:51

23 "New hire meeting, including discussion of 11:51

24 lasers." 11:51

25 Do you see that? 11:51

1 Levandowski was head of Uber ATG; right? 16:21

2 A If I remember correctly, yes. 16:21

3 Q And what did you send Anthony Levandowski in 16:21

4 January 2017? These pictures? 16:21

5 A [REDACTED] [REDACTED]

6 [REDACTED] [REDACTED]

7 [REDACTED] 16:22

8 Q Why did you send these pictures to Anthony of 16:22

9 Fuji? 16:22

10 A [REDACTED] [REDACTED]

11 [REDACTED] 16:22

12 Q And did you think Anthony would be interested 16:22

13 in this information? 16:22

14 A Yeah. 16:22

15 Q Why? 16:22

16 A To see that we are making progress. 16:22

17 Q So Anthony -- even in January 2017, he was 16:22

18 interested in the progress of Fuji; right? 16:22

19 A Correct. 16:22

20 Q All right. 16:22

21 Turning to '87024. 16:22

22 A (Witness complies.) 16:22

23 Q This is another text message, it looks like, 16:22

24 that you sent to him at the same time. 16:22

25 What was -- what's depicted here, reflected 16:22

1 at '87025? 16:22

2 A So this is a zoom of the first cavity I 16:22

3 designed, and I believe that was from two different 16:22

4 vendors. 16:22

5 Q These are the Fuji cavities? 16:23

6 A Correct. 16:23

7 Q So, you're sending Anthony Levandowski, in 16:23

8 January 2017, detailed pictures of the Fuji cavity; 16:23

9 right? 16:23

10 A Correct. 16:23

11 Q Let's look at the next one, so here on 16:23

12 page '87026. 16:23

13 A (Witness complies.) 16:23

14 Q This is another message that you texted to 16:23

15 Anthony Levandowski. This one is March 10th, 2017; is 16:23

16 that right? 16:23

17 A It looks correct. 16:23

18 Q And what did you send Anthony Levandowski on 16:23

19 March 10th, 2017? 16:23

20 A So this is, I believe, [REDACTED] [REDACTED]

[REDACTED] 16:23

22 Q Why were you sending this to Anthony 16:23

23 Levandowski, this here at pages '87026? 16:23

24 A Again, just happy to show him the progression 16:23

25 on Fuji. 16:23



1 Q This is another picture that you were sending 16:24

2 Anthony Levandowski on March 10th, 2017? 16:25

3 A That's correct. 16:25

4 Q [REDACTED] [REDACTED]

5 [REDACTED]; is that right? 16:25

6 A Correct. This is a zoom of the first -- 16:25

7 previous picture we talked about. 16:25

8 Q And then the next page, '87031, is another 16:25

9 picture of the same thing? 16:25

10 A '87 -- 16:25

11 Q '87030. 16:25

12 A (Witness complies.) 16:25

13 Yes, yes, it will be the same. 16:25

14 Q And did you discuss with Anthony the 16:25

15 [REDACTED] pictures you sent him in March 2017? 16:25

16 A No. It was just to show the [REDACTED] [REDACTED]

17 [REDACTED] 16:25

18 Q So, looking at page '87031. 16:25

19 A (Witness complies.) 16:25

20 Yep. 16:25

21 Q There is a text from a Philipp Haban? Haban? 16:25

22 A Correct. 16:25

23 Q How do you pronounce it? 16:25

24 A Haban. 16:25

25 Q Haban. 16:25

1 talked to him, but I see who he is. 16:43

2 Q And did Mr. Ulrich -- did he end up being 16:43

3 your -- the lead mechanical engineer in San Francisco? 16:43

4 A He did not. 16:43

5 Q Okay. Do you know why that happened? 16:43

6 A He declined the offer. 16:43

7 Q Do you know why he declined the offer? 16:43

8 A I'm not sure. 16:43

9 Q Have you heard any information why he 16:43  
10 declined the offer? 16:43

11 A No. 16:44

12 Q You've never heard any reason? 16:44

13 A Not that I remember. 16:44

14 Q Did you ask anyone about it? 16:44

15 A No. 16:44

16 We found another ME lead, and so -- 16:44

17 Q Who did you end up hiring as the ME lead? 16:44

18 A I was not the one hiring. But the ME lead 16:44  
19 now was-- is Gorah Wyer, my direct manager. 16:44

20 Q Can you spell that, please? 16:44

21 A So G-O-R-A-H, Wyer, W-Y-E-R. 16:44

22 Q So, on the next page, there is a text from 16:44  
23 you, same date, February 10th, 2017. We're on page 16:44  
24 '87055. 16:44

25 A (Witness complies.) 16:44

1 Q You say: 16:44

2 "I think I remember him. Name is familiar. 16:44

3 510?" 16:44

4 A Correct. 16:44

5 Q Do you -- what happened after you sent this 16:44

6 message to Anthony? 16:45

7 A He told me yes, that was someone that was at 16:45

8 510 years ago. 16:45

9 Q And then, did you have any further 16:45

10 conversations with Anthony about this? 16:45

11 A Not that I remember. 16:45

12 Q Let's keep going here. '87056. It's a text 16:45

13 from you to Anthony, dated March 2nd, 2017. 16:45

14 Do you see that? 16:45

15 A '87056? 16:45

16 Q Uh-huh. 16:45

17 A (Witness complies.) 16:45

18 Correct, yes. 16:45

19 Q And the first part of this text is: 16:45

20 "Why do you want to take cavities to Pitt?" 16:45

21 Do you see that? 16:45

22 A I do see it. 16:45

23 Q What prompted this text message from you to 16:45

24 Anthony in March 2017? 16:45

25 A He -- he told me that he wanted to -- he 16:45

1 wanted me to send a cavity to Pittsburgh, so I was 16:45

2 asking him why. 16:46

3 Q How did he communicate that he wanted you to 16:46

4 send a cavity to Pittsburgh? 16:46

5 A I think he was running through the office and 16:46

6 asked me to, like, send a cavity, and then left, like 16:46

7 he usually do. And then I wanted more information, so 16:46

8 I text him. 16:46

9 Q And the next page here, '87057. 16:46

10 A (Witness complies.) 16:46

11 Q Anthony responds and he says: 16:46

12 "I want to show how our tech compares to 16:46

13 Velodyne and publicly available Google stuff." 16:46

14 Do you see that? 16:46

15 A Correct. 16:46

16 Q What was your understanding when you received 16:46

17 this? 16:46

18 A So, I think the lawsuit was already -- the 16:46

19 lawsuit already happened. And so I didn't follow up 16:46

20 on that. I was not the one comparing. But I think he 16:46

21 wanted to compare Fuji, Velodyne, and what was 16:46

22 publicly available online or whatever were from 16:46

23 Google. 16:46

24 Q Why did he want to compare the Fuji to 16:46

25 Google's LiDAR? 16:47

HIGHLY CONFIDENTIAL PURSUANT TO THE PROTECTIVE ORDER

CERTIFICATE OF REPORTER

I, ANDREA M. IGNACIO, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [x] was [ ] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

Dated: 7/21/2017



ANDREA M. IGNACIO, RPR, CRR, CCRR, CLR, CSR No. 9830

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC., ) 3:17-cv-00939-WHA  
OTTOMOTTO LLC; OTTO TRUCKING )  
LLC, )  
Defendants. )  
\_\_\_\_\_ )

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

CONTINUED VIDEOTAPED DEPOSITION OF ASHEEM LINAVAL

Volume 2

San Francisco, California

Tuesday, August 15, 2017

REPORTED BY:

JOHNNA PIPER

CSR 11268

JOB No. 2680991

PAGES 93 - 257

Page 219

1 about these meetings. 12:05:46

2 If you could go first to entry Number 206. 12:05:48

3 A. Sorry, I'm just going to take a moment here 12:05:55

4 and -- 12:05:57

5 Q. Take all the time you need. 12:05:57

6 A. Okay. 12:07:09

7 Q. Okay. So looking at entry 206, the second 12:07:09

8 column over is labeled Bates Number. That means 12:07:24

9 that Uber has produced a document to us that 12:07:27

10 provides evidence of this meeting and that's the 12:07:31

11 number that is on that document. Then you've got 12:07:32

12 the date, which will be the date on that document. 12:07:35

13 The time, which is blank here, but if it were on 12:07:37

14 that document, would presumably be in this field. 12:07:40

15 Author sent, I think you understand that field. 12:07:43

16 Recipients, and there's a CC, BCC, place, mode of 12:07:45

17 communication, and subjects discussed. Okay. So 12:07:51

18 that is how this log is laid out. 12:07:53

19 Do you see that? 12:07:55

20 A. Uh-huh. 12:07:55

21 Q. So entry 206 is dated May 19th, 2016. It's 12:07:56

22 a calendar invitation for a weekly LiDAR stand-up 12:08:04

23 meeting on May 19th, 2016. 12:08:08

24 Do you see that? 12:08:11

25 A. Uh-huh. 12:08:11

Page 220

1 Q. And in the recipients field, it's about 12:08:11  
2 60 percent of the way down, and your name breaks 12:08:15  
3 over two lines. 12:08:18

4 Do you see your name there? 12:08:19

5 A. I see it. 12:08:20

6 Q. Do you recall this weekly LiDAR stand-up 12:08:20  
7 meeting on May 19th, 2016? 12:08:24

8 A. I remember stand-up meetings from about 12:08:25  
9 that era. Oh. I don't know if I can recall that 12:08:31  
10 specific one, but I remember meetings like it. 12:08:39

11 Q. To the best of your recollection, you don't 12:08:41  
12 remember specifically the meeting on May 19th, 2016? 12:08:47

13 A. Correct. 12:08:50

14 Q. Do you remember specifically any 12:08:52  
15 contribution that Mr. Levandowski made to that 12:08:55  
16 meeting on May 19th, 2016? 12:08:57

17 A. I do not. 12:09:00

18 Q. Can we move to Number 269? 12:09:01

19 A. 269, found it. 12:09:18

20 Q. This is a calendar invitation to a LiDAR 12:09:19  
21 stand-up meeting dated June 9th, 2016. 12:09:23

22 Do you see that? 12:09:26

23 A. Uh-huh. 12:09:27

24 Q. Do you see your name in the recipient 12:09:27  
25 field? 12:09:29



Page 222

12:10:39

12:10:40

12:10:44

12:10:45

12:10:50

12:10:51

12:10:53

12:10:54

12:10:59

12:11:02

12:11:02

12:11:03

12:11:05

12:11:05

12:11:06

12:11:11

12:11:11

12:11:13

12:11:15

12:11:17

12:11:17

12:11:18

12:11:22

12:11:32

12:11:33

1 A. On 299.

2 Q. Did you regularly attend these weekly LiDAR

3 stand-up meetings?

4 A. Yeah, to -- to the degree that I was

5 available for them, yes.

6 Q. Were you generally available for them?

7 A. Generally.

8 Q. Okay. This entry 299 corresponds to a

9 June 23rd, 2016, LiDAR stand-up meeting.

10 Do you see that?

11 A. I do.

12 Q. And you see your name listed as a

13 recipient?

14 A. I do.

15 Q. Do you recall a June 23rd, 2016, LiDAR

16 stand-up meeting?

17 A. Not specifically.

18 Q. Do you recall specifically any

19 contributions that Anthony Levandowski made at that

20 meeting?

21 A. I don't.

22 Q. Can we move to Number 363, please?

23 This corresponds to a July 21st, 2016,

24 LiDAR stand-up meeting.

25 Do you see that?

1 September 15th, 2016, stand-up meeting. 12:12:30

2 Do you see that? 12:12:33

3 A. September 15th, I see that. 12:12:33

4 Q. Do you recall attending a September 20 -- 12:12:36

5 excuse me, September 15th, 2016, LiDAR stand-up 12:12:40

6 meeting? 12:12:46

7 A. I don't remember the specific meeting. 12:12:46

8 Q. Do you recall whether Anthony Levandowski 12:12:48

9 provided any input at this meeting? 12:12:51

10 A. I do not. 12:12:52

11 Q. Can we move to 491? 12:12:53

12 491 corresponds to a LiDAR stand-up meeting 12:12:56

13 on September 29th, 2016. 12:13:03

14 Do you see that? 12:13:05

15 A. September -- September 29th, I see that. 12:13:06

16 Q. Do you recall attending the September 29th, 12:13:09

17 2016, LiDAR stand-up meeting? 12:13:13

18 A. I remember attending meetings like it. I 12:13:15

19 don't remember if I attended this specific one. 12:13:19

20 Q. Do you recall what, if any, contribution 12:13:21

21 Anthony Levandowski made during this meeting? 12:13:23

22 A. I can't recall if -- if Anthony had any 12:13:26

23 contribution to this meeting. 12:13:30

24 Q. Can we go to entry Number 500, please? 12:13:31

25 A. Okay. 12:13:38

CERTIFICATE OF REPORTER

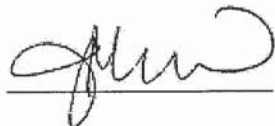
I, JOHNNA PIPER, a Certified Shorthand Reporter, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [ ]was [X]was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

DATED: 8/16/2017

A handwritten signature in cursive script, appearing to read "Johnna Piper", written over a horizontal line.

JOHNNA PIPER, CSR NO. 11268

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC

Plaintiff,

vs.

Case No. 17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO, LLC; OTTO

TRUCKING LLC,

Defendants.

---

\*\*HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY\*\*

VIDEO DEPOSITION OF BRIAN McCLENDON

Palo Alto, California

Tuesday, August 1, 2017

Volume I

REPORTED BY:

REBECCA L. ROMANO, RPR, CSR No. 12546

JOB NO. 2668964

PAGES 1 - 217

Page 1

1 Q. He was tasked not to? 05:07:30

2 A. He was told not to set -- I mean, the  
3 goal was to merge the teams and produce one great  
4 autonomy, products, software, development,  
5 environment, and everything. And -- and that was 05:07:44  
6 his goal. That's what he was asked to do by  
7 Travis, as far as I understand.

8 And some of his actions did not do that.  
9 And some of his team eventually forked off and kind  
10 of worked on their own thing. But other parts of 05:07:55  
11 his team worked much more closely with Pittsburgh.

12 So the split sort of happened more on  
13 his -- on the Otto side than anywhere else.

14 (Exhibit 444 was marked for  
15 identification by the court reporter and is 05:08:09  
16 attached hereto.)

17 Q. (By Mr. Perlson) You have been handed  
18 what's been marked as Exhibit 444, Uber 69083 to  
19 84. It's an email string with yourself,  
20 Mr. Levandowski and others. It refers to Bluenote. 05:09:21  
21 What -- what is that?

22 A. Bluenote is the name of Uber's equivalent  
23 of Street View, if you know what Google Street View  
24 cameras are like. So driving around a relatively  
25 cheap camera system to collect data for map making. 05:09:34

Page 170

1 And -- and it -- we had acquired a 05:09:38  
2 company. We had acquired a group from Microsoft,  
3 including all of the technology and all of the  
4 hardware. And they had, not Bluenote, but some  
5 very expensive to operate and to -- to run system 05:09:53  
6 that we replaced with a much lower cost system  
7 called Bluenote.

8 But we also inherited all of the lasers  
9 from that system, which is what -- what are the 100  
10 Velodyne 32 beam lasers that are referred to in 05:10:08  
11 that first line at the bottom.

12 Q. Got it.

13 (Exhibit 445 was marked for  
14 identification by the court reporter and is  
15 attached hereto.) 05:10:15

16 (Exhibit 446 was marked for  
17 identification by the court reporter and is  
18 attached hereto.)

19 Q. (By Mr. Perlson) All right, so these are  
20 two emails, Exhibit 445 and 446. The first one 05:12:09  
21 is -- Exhibit 445 is an email from yourself to  
22 Mr. Levandowski on October 1st, 2016. It says,  
23 "Talk with Raffi."

24 Do you see that?

25 A. Yes. 05:12:33

1 I, Rebecca L. Romano, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath;  
8 that a record of the proceedings was made by me  
9 using machine shorthand which was thereafter  
10 transcribed under my direction; that the foregoing  
11 transcript is true record of the testimony given.

12 Further, that if the foregoing pertains to the  
13 original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [X] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21 Dated: August 2, 2017

22  
23   
24

25 Rebecca L. Romano, RPR,  
CSR. No 12546

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC

Plaintiff,

vs.

Case No.

UBER TECHNOLOGIES, INC.; 17-cv-00939-WHA

OTTOMOTTO, LLC; OTTO

TRUCKING LLC,

Defendants.

-----

VIDEOTAPED DEPOSITION OF EMIL MICHAEL

San Francisco, California

Friday, July 28, 2017

Volume I

REPORTED BY:

REBECCA L. ROMANO, RPR, CSR No. 12546

JOB NO. 2666869

PAGES 1 - 158

Page 1



1 Do you recall talking about the meeting 10:28:15  
2 that they had that's referred to here?

3 A. I don't.

4 Q. Do you recall whether as of  
5 October 5th, 2015, that Mr. Kalanick was -- was he 10:28:37  
6 involved in -- in the discussions regarding  
7 Mr. Levandowski's future company at that point?

8 A. I don't believe he was involved that  
9 early on, no.

10 Q. Do you recall when he got involved? 10:29:02

11 A. I don't exactly, but it was -- it was  
12 later in the -- later in the winter -- fall/winter  
13 of that year. At least another month or two beyond  
14 this date.

15 Q. Handing you what's been previously marked 10:30:35  
16 as Exhibit 252. It's a -- another meeting invite  
17 regarding Newco.

18 Do you see that this one is dated  
19 October 23rd and you are on the list?

20 Do you see that? 10:30:50

21 A. Yes.

22 Q. Do you recall what was discussed at this  
23 meeting?

24 MS. RAY: Objection.

25 You may answer to the extent that it's 10:30:55

1 not privileged, but there are attorneys that were 10:30:58  
2 present at this meeting. So don't answer as to  
3 anything that was privileged.

4 MS. TOUGH: Also, objection to the form.

5 MS. RAY: Join. 10:31:07

6 THE DEPONENT: I don't recall.

7 Q. (By Mr. Perlson) Do you recall what the  
8 state of the negotiations with  
9 Anthony Levandowski's potential new company were at  
10 this time? 10:31:23

11 A. I believe we were still in discussions  
12 about purchasing laser -- prepurchasing lasers.

13 Q. Do you know when the focus of the  
14 discussions shifted from prepurchasing lasers to an  
15 acquisition of the whole company? 10:32:13

16 MS. TOUGH: Objection to the form.

17 MS. RAY: Join.

18 THE DEPONENT: I'm not sure exactly.

19 Q. (By Mr. Perlson) Do you recall how long  
20 into the discussion with Mr. Levandowski, 10:32:27  
21 generally?

22 I mean, was it halfway through?  
23 three-fourths through?

24 MS. RAY: Objection. Form.

25 THE DEPONENT: It was later that year, 10:32:40

Page 60

1 I, Rebecca L. Romano, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

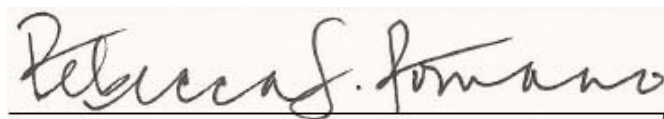
4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath;  
8 that a record of the proceedings was made by me  
9 using machine shorthand which was thereafter  
10 transcribed under my direction; that the foregoing  
11 transcript is true record of the testimony given.

12 Further, that if the foregoing pertains to the  
13 original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [X] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21 Dated: July 29, 2017

22  
23 

24 Rebecca L. Romano, RPR,  
25 CSR. No 12546

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION  
  
WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC., ) 3:17-cv-00939-WHA  
OTTOMOTTO LLC; OTTO TRUCKING )  
LLC, )  
Defendants. )  
\_\_\_\_\_)

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF MATTHEW PALOMAR  
San Francisco, California  
Friday, August 18, 2017

REPORTED BY:  
JOHNNA PIPER  
CSR 11268  
JOB No. 2681036  
  
PAGES 1 - 184

[illegible]



Veritext Legal Solutions  
866 299-5127



Veritext Legal Solutions  
866 299-5127



\_\_\_\_\_



CERTIFICATE OF REPORTER

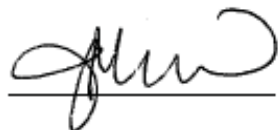
I, JOHNNA PIPER, a Certified Shorthand Reporter, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [ ] was [ ] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

DATED: 8/21/2017

A handwritten signature in dark ink, appearing to read "Johnna Piper", is written over a horizontal line.

JOHNNA PIPER, CSR NO. 11268

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC, )  
)  
Plaintiff, )  
) Case No.  
vs. ) 3:17-cv-00939-WHA  
)  
UBER TECHNOLOGIES, INC., )  
OTTOMOTTO LLC; OTTO TRUCKING )  
LLC, )  
)  
Defendants. )  
\_\_\_\_\_)

\*\*\* CONFIDENTIAL - ATTORNEYS' EYES ONLY \*\*\*

VIDEOTAPED DEPOSITION OF GAETAN PENNECOT  
San Francisco, California  
Thursday, April 20, 2017  
Volume I

Reported by:  
CARLA SOARES  
CSR No. 5908  
Job No. 2599854  
  
Pages 1 - 95

Page 1

1 THE WITNESS: Yes. 10:13:53

2 BY MR. JAFFE:

3 Q Why?

4 A Because I thought he was going to work on

5 trucks. 10:14:17

6 Q Is that what he told you when you were

7 talking about joining the company?

8 A We were, and we are still, working on

9 trucks.

10 MR. JAFFE: Let's mark as Exhibit 102 a 10:14:40

11 document Bates-labeled UBER11465.

12 (Exhibit 102 was marked for identification

13 and is attached hereto.)

14 BY MR. JAFFE:

15 Q Mr. Pennecot, this is an e-mail that you 10:15:01

16 sent to Mr. Levandowski in February 2017, correct?

17 A This is correct. Let me -- this is

18 correct.

19 Q And the subject line is [REDACTED]

20 [REDACTED] 10:15:39

21 Do you see that?

22 A I see it.

23 Q Fuji, that refers to one of Uber's LiDAR

24 projects, right?

25 A This is correct. 10:15:48

CONFIDENTIAL - ATTORNEYS EYES ONLY

1

Q

█

█

4

Q

So -- and just going by the names of the

5

attachment,

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

10:16:58

Page 43

1 speculation. 10:18:43

2 THE WITNESS: I don't know.

3 BY MR. JAFFE:

4 Q He just walked up to you and said, "Can

5 you send me these very specific things?" 10:18:52

6 A I guess he called me.

7 Q And what did he say?

8 A What did he say? He asked me to send him,

9 like, some [REDACTED], like, describing my

10 job, what I was doing. 10:19:14

11 Q And did you have any understanding of why

12 he was asking you to send him this material?

13 A No.

14 Q Did you ask?

15 A I don't remember. 10:19:33

16 Q Did you get any further information

17 afterwards on why he asked you to send this material

18 about Fuji?

19 A No, I didn't.

20 Q Why -- do you have any understanding of 10:19:46

21 why Mr. Levandowski would ask you to send these

22 detailed -- this detailed information about the Fuji

23 project to him?

24 MR. KIM: Objection. Calls for

25 speculation, asked and answered. 10:19:55

1 designed around what he provided you, and you 10:52:15  
2 resulted in Exhibit 101?  
3 MR. KIM: Objection. Vague.  
4 THE WITNESS: I used it as a first spec,  
5 you know. Like, you need to start somewhere. 10:52:26  
6 MR. JAFFE: Why don't we take a quick  
7 break.  
8 THE VIDEO OPERATOR: The time is  
9 10:52 a.m. We're off the record.  
10 (Recess, 10:52 a.m. - 11:09 a.m.) 10:52:44  
11 THE VIDEO OPERATOR: The time is 11:09  
12 a.m. We are back on the record.  
13 MR. JAFFE: I'm going to mark as  
14 Exhibit 103 a document Bates-labeled UBER11588.  
15 (Exhibit 103 was marked for identification 11:09:51  
16 and is attached hereto.)  
17 BY MR. JAFFE:  
18 Q Mr. Pennecot, this is an e-mail that you  
19 wrote, right? Exhibit 103?  
20 A Yes, this is correct. 11:10:49  
21 Q You said you guess this is correct?  
22 A No, this is correct. This is correct.  
23 This is this page.  
24 Q And going back to the first page, the  
25 subject line is "[REDACTED]" 11:11:01

1 like, with some friends, too. 11:14:18

2 Q You don't take vacation days to go there,  
3 right?

4 A It's in San Francisco. It's really easy  
5 to get there. 11:14:24

6 Q Right. But you don't take time, like  
7 vacation time, to go there. You go there as part of  
8 your job?

9 A I -- I've been there, also, on my own.  
10 Like, I took some friends that were working on some 11:14:33  
11 projects to Photonics West to take a look.

12 Q Who did you take?

13 A I took my friend Florian that was working  
14 on optical LED projects over there.

15 MR. JAFFE: So I'm going to mark as 11:14:47  
16 Exhibit 104 a document entitled "UBER8562."

17 (Exhibit 104 was marked for identification  
18 and is attached hereto.)

19 BY MR. JAFFE:

20 Q So Exhibit 104, this is Mr. Levandowski 11:15:07  
21 forwarding an e-mail that you wrote in June of 2016,  
22 right?

23 A Um-hum.

24 Q So this is referring to -- well, let me  
25 start with, do you see Mr. Levandowski, his e-mail, 11:15:19

Page 76

1 referring to [REDACTED] 11:15:22

2 A Yes.

3 Q Do you know what that refers to?

4 A [REDACTED]

5 [REDACTED] 11:15:38

6 Q So Otto was working on a diode-based

7 design as early as June 2016, right?

8 A This is correct.

9 Q What was the name of the project at this

10 time? 11:15:53

11 A At this time, there was no generic

12 project. It was [REDACTED] at that time.

13 Q So this project was known generally as

14 [REDACTED]

15 A [REDACTED] [REDACTED] [REDACTED]

16 [REDACTED] [REDACTED]

17 [REDACTED]

18 Q So was there any sort of [REDACTED]

19 [REDACTED]

20 [REDACTED] [REDACTED]

21 [REDACTED] [REDACTED]

22 [REDACTED]

23 MR. KIM: Objection. Calls for

24 speculation.

25 THE WITNESS: I don't think so. 11:16:31



1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath; that  
8 a record of the proceedings was made by me using  
9 machine shorthand which was thereafter transcribed  
under my direction; that the foregoing transcript is  
a true record of the testimony given.

10 Further, that if the foregoing pertains to  
11 the original transcript of a deposition in a Federal  
12 Case, before completion of the proceedings, review  
of the transcript [ ] was [x] was not requested

13 I further certify I am neither financially  
14 interested in the action nor a relative or employee  
15 of any attorney or any party to this action.

16 IN WITNESS WHEREOF, I have this date  
17 subscribed my name.

18  
19 Dated: April 20, 2017  
20  
21

22   
23

24 CARLA SOARES

25 CSR No. 5908

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC,

Plaintiff,

Case

vs.

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO LLC; OTTO TRUCKING LLC,

Defendants.

\_\_\_\_\_ /

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY  
VIDEOTAPED DEPOSITION OF GAETAN PENNECOT  
VOLUME III (PAGES 275 to 478)  
FRIDAY, JUNE 16, 2017

Reported by:

Anrae Wimberley

CSR No. 7778

Job No. 2641228

Page 275

1 MR. JAFFE: Let's mark as Exhibit 108 a document 10:34:39  
2 entitled, "Off axis fiber study - TX," Bates label 10:34:45  
3 UBER00072137. 10:34:48  
4 (Plaintiff's Exhibit 108 was marked.) 10:35:09  
5 BY MR. JAFFE: 10:35:09  
6 Q. Mr. Pennecot, do you recognize the document 10:35:11  
7 I've put in front of you as Exhibit 108? 10:35:14  
8 (Witness reviews document.) 10:35:14  
9 A. I do. 10:35:46  
10 Q. What is Exhibit 108? 10:35:49  
11 A. This is a proposal for a transmit lens for 10:36:06  
12 Spider. 10:36:07  
13 Q. When did you create Exhibit 108? 10:36:11  
14 A. So that I don't remember. 10:36:15  
15 Q. Can you tell me approximately when you 10:36:18  
16 created Exhibit 108? 10:36:20  
17 A. Let me check if there's a date in here. 10:36:31  
18 (Witness reviews document.) 10:36:39  
19 A. Yes, I can. And I would say after June 9th, 10:36:48  
20 2016. 10:36:49  
21 Q. And why do you say after June 9th? 10:36:52  
22 A. Because if you look at these pages, they come 10:36:58  
23 with a date. 10:36:59  
24 Q. Why did you create Exhibit 108? 10:37:02  
25 A. To talk about possible lenses for Spider. 10:37:19

Page 294

1 Q. With who? 10:37:20

2 A. This would be with James and Anthony. 10:37:26

3 Q. Anthony Levandowski? 10:37:28

4 A. Yes. 10:37:28

5 Q. Why would you be discussing the transmit lens 10:37:32

6 for Spider with Mr. Haslim and Mr. Levandowski? 10:37:38

7 A. Because I wanted to justify the fact that I 10:37:47

8 wanted two lens elements in the system and not only 10:37:54

9 one. 10:37:54

10 Q. Why did you want two lens elements in the 10:37:57

11 Spider design? 10:37:59

12 A. Because making a diffraction-limited spot 10:38:07

13 using only one lens at an angle of axis is very hard 10:38:19

14 with a single element. 10:38:22

15 Q. And why were you talking with Mr. Haslim and 10:38:28

16 Mr. Levandowski specifically about the issues here in 10:38:31

17 Exhibit 108? 10:38:33

18 A. Because we were designing LiDAR. 10:38:46

19 Q. Mr. Haslim, you and Mr. Levandowski were 10:38:53

20 designing a LiDAR; is that right? 10:38:55

21 A. This is correct. 10:38:56

22 Q. So you were talking to Mr. Levandowski about 10:38:58

23 Exhibit 108 because he was working with you on 10:39:01

24 designing a LiDAR? 10:39:04

25 A. At that time, he was following what I was 10:39:09

Page 298

CERTIFICATE OF DEPOSITION OFFICER

I, ANRAE WIMBERLEY, CSR NO. 7778, duly authorized to administer oaths pursuant to Section 8211 of the California Code of Civil Procedure, hereby certify that the witness in the foregoing deposition was by me sworn to testify to the truth, the whole truth and nothing but the truth in the within-entitled cause; that said deposition was taken at the time and place therein stated; that the testimony of said witness was reported by me and was thereafter transcribed by me or under my direction by means of computer-aided transcription; that the foregoing is a full, complete and true record of said testimony; and that the witness was given an opportunity to read and correct said deposition and to subscribe same.

I further certify that I am not of counsel or attorney for either or any of the parties in the foregoing deposition and caption named, nor in any way interested in the outcome of the cause named in said caption.

IN WITNESS WHEREOF, I have hereunto subscribed by my hand this 18th day of June, 2017.



ANRAE WIMBERLEY, CSR NO. 7778

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

\_\_\_\_\_  
WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC., ) 3:17-cv-00939-WHA  
OTTOMOTTO LLC; OTTO )  
TRUCKING LLC, )  
Defendants. )  
\_\_\_\_\_)

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

CONTINUED VIDEOTAPED DEPOSITION OF GAETAN PENNECOT  
San Francisco, California  
Wednesday, June 14, 2017  
Volume II

Reported by:

SUZANNE F. GUDELJ, CSR No. 5111

Job No. 2638084

PAGES 96 - 274

Page 96

1 it was about putting like -- like the way I  
2 understood it, it was about like solving the  
3 self-driving problem as a whole.

4 (Reporter clarification.)

5 Solving the self-driving car problem, like 02:09:01  
6 the self-driving car technology, so very -- how you  
7 say -- very bold milestones.

8 Q Did you discuss the LiDAR-related  
9 milestones with anyone?

10 A I don't remember. 02:09:24

11 Q Did you ever discuss the milestones with  
12 Anthony Levandowski?

13 A I don't remember. So maybe, you know, All  
14 Hands, like maybe there were like questions to  
15 Anthony, but I'm -- I'm not sure now. Don't 02:09:44  
16 remember.

17 Q You discussed these milestones at All Hands  
18 meetings; is that right?

19 A I think they were exposed to the employees  
20 when they announced the acquisition. 02:10:14

21 Q What do you mean they were exposed to the  
22 milestones in your equity agreement?

23 A So they were exposing the presentation.

24 Q And then what -- what did -- what did you  
25 all discuss? 02:10:32

Page 197



1 A I don't remember. Like, you know, like --  
2 I don't remember.

3 Q When's the last time you had a conversation  
4 with Anthony Levandowski related to LiDAR?

5 A I think it's when we started the Fuji 02:11:07  
6 project.

7 Q Approximately when was that?

8 A October or November 2016.

9 Q Okay. So between October, November 2016  
10 and now, you haven't had any conversations with Mr. 02:11:33  
11 Levandowski regarding LiDAR; is that correct?

12 A No, this is not correct. I don't recall  
13 any conversations.

14 Q I see. So you could have had conversations  
15 with him regarding LiDAR; you just don't remember? 02:11:46

16 A I don't remember.

17 Q Okay. The last conversation that you  
18 recall with Mr. Levandowski regarding LiDAR was in  
19 October, November 2016; is that right?

20 A That I recall, yes. 02:12:03

21 Q What did you and Mr. Levandowski discuss?

22 A It was like all the team, all the LiDAR  
23 team, and I think we were expressing disagreement  
24 against Spider, and we wanted to drop the project.

25 Q And who's the "we" you're referring to? 02:12:25

1 cover -- to take over.

2 Q So you joined Otto in April 2016, and  
3 Anthony directed you to take over the FAC lens  
4 project which was for a diode-based LiDAR; is that  
5 right? 02:18:19

6 A This is correct.

7 Q Okay. And what did Anthony tell you when  
8 you -- when you joined about this FAC lens project?

9 A So he told me that it went through a round  
10 of DSM, design from manufacturing through [REDACTED] and 02:18:35  
11 that he had -- like Gruver had like some files he  
12 could show me.

13 Q And did you know what you were designing  
14 towards with this FAC lens, like what LiDAR it was  
15 going to go in? 02:18:56

16 A No, so that I didn't know.

17 Q Did Anthony know?

18 A I don't know.

19 Q So you weren't given any sort of parameters  
20 for what type of LiDAR this FAC lens would work in? 02:19:06

21 A Not at that time.

22 Q When were you given those parameters?

23 A So the design parameters came later that  
24 year. When we decided to go on Fuji, I received  
25 like the beam angles, parameters, which is like the 02:19:33

Page 202

1 hard parameters, like the, you know, design spec  
2 from James. I don't -- I don't remember when but  
3 like around October or November. Like it was like  
4 the first things that came.

5 Q So you received some beam angles from James 02:19:50  
6 Haslim in October or November; is that right?

7 A This is correct.

8 Q Before that time, that is in between April  
9 and October, November, you were designing an FAC  
10 lens but you didn't know what type of diode-based 02:20:10  
11 LiDAR it would go in, you had no information --

12 A No information.

13 Q -- is that right?

14 A This is correct.

15 Q Is that -- is that typical for your 02:20:19  
16 engineering work?

17 A So when I've done an FAC lens at Google, we  
18 [REDACTED] So like that  
19 was [REDACTED] FAC lens, fast axis collimation.

20 Q Okay. Did you discuss other than that 02:20:42  
21 first time when -- when Mr. Levandowski directed you  
22 to work on the FAC lens project, did you discuss the  
23 FAC lens project with Mr. Levandowski any other  
24 time?

25 A Maybe when we received the first FAC 02:21:15

1 lenses.

2 Q When was that?

3 A At the end of the summer, maybe in  
4 September.

5 Q And what did you and Mr. Levandowski 02:21:33  
6 discuss?

7 A It was not a discussion, it was more like  
8 me informing him that we have like FAC lenses.

9 Q What did he say?

10 A I don't know. Like he was happy; like he 02:21:48  
11 was oh, great.

12 Q That's it. That was the sum of the  
13 interaction?

14 A I don't know. I cannot remember.

15 Q Okay. So that was in September? 02:22:02

16 A I'm not super clear on the dates here.

17 Q Other than that conversation, did you have  
18 any other conversations with Mr. Levandowski about  
19 the FAC lens project?

20 A Not that I recall. 02:22:25

21 Q The FAC lens, the design was done before  
22 that meeting you were referring to where you decided  
23 to scrap the Spider project; is that right?

24 A This is correct.

25 Q So after you finished the FAC lens, but 02:22:43

1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

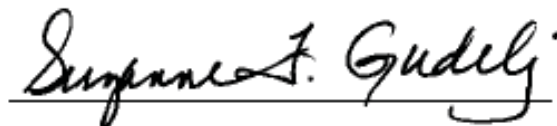
4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were duly sworn; that a record  
8 of the proceedings was made by me using machine  
9 shorthand which was thereafter transcribed under my  
10 direction; that the foregoing transcript is a true  
11 record of the testimony given.

12 Further, that if the foregoing pertains to  
13 the original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [x] was not requested.

16 I further, certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21 Dated: 6/19/2017

22  
23 

24 SUZANNE F. GUDELJ

25 CSR No. 5111

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

---

WAYMO LLC,	)	
	)	
Plaintiff,	)	
vs.	)	Case No.
	)	17-cv-00939-WHA
UBER TECHNOLOGIES, INC.;	)	
OTTOMOTTO, LLC; OTTO TRUCKING LLC,	)	
	)	
Defendants.	)	
	)	
	)	
	)	

---

HIGHLY CONFIDENTIAL-ATTORNEYS' EYES ONLY

UNDER THE PROTECTIVE ORDER  
VIDEOTAPED DEPOSITION OF  
GAETAN PENNECOT  
San Francisco, California  
Thursday, August 9, 2017  
Volume IV

Reported by:  
MARY J. GOFF  
CSR No. 13427

Job No. 2675906

PAGES 479 - 763

Page 716

1	A	-- okay. I have got it. Yeah.	05:24:45
2	Q	And do you see your name?	05:24:49
3	A	Yes, I do.	05:24:54
4	Q	In the "Recipients" column?	05:24:56
5	A	Yes.	05:24:58
6	Q	And immediately previous to yours, there's	05:24:58
7		Anthony Levandowski's name?	05:25:00
8	A	Yes.	05:25:02
9	Q	Okay. What did Anthony Levandowski	05:25:03
10		contribute to the weekly LiDAR stand-up meeting?	05:25:06
11	A	I'm not even sure he was showing up to it.	05:25:17
12		So -- and I -- I don't remember, like, any, like,	05:25:22
13		specific contribution. But I --	05:25:25
14	Q	Can you --	05:25:29
15	A	-- I also remember that he was not showing	05:25:29
16		up usually.	05:25:32
17	Q	Okay. Sitting here today, can you tell me	05:25:34
18		any information that Anthony Levandowski provided at	05:25:36
19		the meeting that's reflected here as Entry 206 on	05:25:42
20		this document we have marked as Exhibit 544?	05:25:45
21	A	I don't remember anything significant.	05:25:55
22	Q	Do you remember anything?	05:25:58
23	A	Sorry. Mostly I remember, like, meetings	05:26:11
24		with our company. But -- so he may have showed up,	05:26:13
25		like, sometimes and talked about team changes or	05:26:18

1     whatever. Like, I -- I'm not -- no, I don't -- I     05:26:21  
2     don't remember anything specific.     05:26:24  
3             Q     Okay. Just to -- I'm not sure --     05:26:27  
4             A     Do you have --     05:26:47  
5             Q     -- I'm not sure I understood that answer.     05:26:47  
6     So sitting here today, can you tell me any     05:26:49  
7     information that Anthony Levandowski provided at the     05:26:51  
8     meeting that's -- that's reflected here as     05:26:54  
9     Exhibit -- or as Entry 206 in Exhibit 5 --     05:26:56  
10            A     So --     05:27:00  
11            Q     -- 44?     05:27:00  
12            A     -- not that I recall. Like, if you have     05:27:01  
13     any specific examples, I may be able to say: True,     05:27:03  
14     not true. But I don't -- I don't remember. He --     05:27:08  
15     he was not showing up usually so...     05:27:10  
16            Q     Okay. So going to 269. Entry 269,     05:27:19  
17     there's another entry for this "LiDAR stand-up"?     05:27:22  
18            A     Yes.     05:27:30  
19            Q     And you're, again, listed as attending?     05:27:31  
20            A     Um-hum.     05:27:36  
21            Q     And Anthony is also listed as attending?     05:27:36  
22            A     Yes.     05:27:47  
23            Q     What information did Anthony Levandowski     05:27:48  
24     provide at this meeting labeled as -- as --     05:27:49  
25            A     Is --     05:27:53



1	Q	-- entries 540 and 541?	05:35:27
2	A	October 28 -- 34 -- but they're all at the	05:35:30
3		same time, so it looks like there's a problem	05:35:35
4		somewhere.	05:35:37
5	Q	There's -- these are duplicates?	05:35:37
6	A	That looks like it.	05:35:39
7	Q	Okay. All right. 876. Do you see	05:35:40
8		Entry 876?	05:36:24
9	A	Yes, I see that.	05:36:26
10	Q	Okay. What did you and Anthony	05:36:26
11		Levandowski discuss regarding leadership over	05:36:29
12		FAC lens project in April 2016, reflected here as	05:36:32
13		Entry 876?	05:36:35
14	A	So I believe that was my first meeting,	05:36:37
15		like, about work about what I should do next, and	05:36:38
16		that's when he told me: Work on the FAC lens.	05:36:46
17	Q	Anything else?	05:36:51
18	A	No, I don't remember.	05:36:52
19	Q	All right. Let's go to 882. There's a	05:37:06
20		reference to "weekly LiDAR team meetings"?	05:37:22
21	A	Um-hum.	05:37:24
22	Q	What information did Anthony Levandowski	05:37:26
23		provide during the meetings that are described at	05:37:29
24		Entry 822 -- 882?	05:37:32
25	A	I -- I don't even know which one that	05:37:38

1 I, MARY J. GOFF, CSR No. 13427, Certified  
2 Shorthand Reporter of the State of California,  
3 certify;

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth, at  
6 which time the witness declared under penalty of  
7 perjury; that the testimony of the witness and all  
8 objections made at the time of the examination were  
9 recorded stenographically by me and were thereafter  
10 transcribed under my direction and supervision; that  
11 the foregoing is a full, true, and correct  
12 transcript of my shorthand notes so taken and of the  
13 testimony so given;

14 That before completion of the deposition,  
15 review of the transcript ( ) was (XX) was not  
16 requested: ( ) that the witness has failed or  
17 refused to approve the transcript.

18 I further certify that I am not financially  
19 interested in the action, and I am not a relative or  
20 employee of any attorney of the parties, nor of any  
21 of the parties.

22 I declare under penalty of perjury under the  
23 laws of California that the foregoing is true and  
24 correct, dated this 11th day of August 2017.

25 

MARY J. GOFF, CSR No. 13427

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

---oOo---

WAYMO LLC,

Plaintiff,

vs.

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO LLC; OTTO TRUCKING,

INC.,

Defendants.

-----/

WAYMO & UBER CONFIDENTIAL ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF CAMERON POETZSCHER

SAN FRANCISCO, CALIFORNIA

MONDAY, JUNE 19, 2017

BY: ANDREA M. IGNACIO,  
CSR, RPR, CRR, CCRR, CLR  
CSR LICENSE NO. 9830  
JOB NO. 2642012

Pages 1 - 374

Page 1

1           So, I can't pinpoint them to exactly that           10:49  
2       time frame; right? So, just to clarify that.           10:49  
3           Q    Okay. So then we'll broaden it.           10:49  
4                From -- from your earliest discussions from           10:49  
5       Anthony in September of 2015 until, we'll say, the --   10:49  
6       the April 11th, 2016, agreement, what were Anthony and   10:49  
7       Lior telling you they were going to develop that was       10:49  
8       better or different than what Google and Waymo were       10:49  
9       doing?           10:49  
10          A    Sure.           10:49  
11               I mean, obviously, I'm not the technical           10:49  
12       person, so I imagine they would have had more detailed   10:49  
13       discussion with others. What they told me is they had   10:49  
14       new ways of doing lasers, in particular, [REDACTED] [REDACTED]  
15       [REDACTED], that no one else was doing.           10:49  
16          Q    Do you know if Waymo was developing           10:49  
17       [REDACTED] at the time?           10:49  
18          A    I don't know.           10:49  
19          Q    Was Uber?           10:49  
20          A    I don't know.           10:49  
21          Q    And what about [REDACTED] Did   10:50  
22       they discuss that with you at all?           10:50  
23          A    Yes, we discussed [REDACTED] [REDACTED]  
24       [REDACTED]           10:50  
25          Q    And, was Waymo or Google developing [REDACTED]   10:50

CERTIFICATE OF REPORTER

I, ANDREA M. IGNACIO, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [x] was [ ] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

Dated: June 20, 2017

A handwritten signature in blue ink, appearing to read 'Andrea M. Ignacio', is written over a horizontal line.

ANDREA M. IGNACIO,  
RPR, CRR, CCRR, CLR, CSR No. 9830

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

[REDACTED] T [REDACTED]  
[REDACTED] NIA [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED] 093 [REDACTED]  
[REDACTED]  
[REDACTED] D f d [REDACTED]  
[REDACTED] / [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED] VIDEOTAPED DEPOSITION OF BRENT SCHWARZ  
[REDACTED] TUESDAY AUGUST 15 2017 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED] Reported by: [REDACTED]  
[REDACTED] Anrae Wimberley [REDACTED]  
[REDACTED] CSR No. 7778 [REDACTED]  
[REDACTED] Job No. 2680988 [REDACTED]  
[REDACTED]  
[REDACTED] PAGES 1 - 296 [REDACTED]

1



1

■

1

100



1

1

1

1

1

1

10

1

1

1

1



1

1

\_\_\_\_\_

Page 174

1

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] don't

real [REDACTED] kn [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] e

Page 175



Page 176



[illegible]

Page 181

Page 182

Page 183

FEDERAL CERTIFICATE OF DEPOSITION OFFICER

I, ANRAE WIMBERLEY, CSR NO. 7778, do hereby declare:

That prior to being examined, the witness named in the foregoing deposition was by me duly sworn pursuant to Section 30(f)(1) of the Federal Rules of Civil Procedure and the deposition is a true record of the testimony given by the witness;

That said deposition was taken down by me in shorthand at the time and place therein named and thereafter reduced to text under my direction;

That the witness was requested to review the transcript and make any changes to the transcript as a result of that review pursuant to Section 30(e) of the Federal Rules of Procedure;

No changes have been provided by the witness during the period allowed;

The changes made by the witness are appended to the transcript;

No request was made that the transcript be reviewed pursuant to Section 30(e) of the Federal Rules of Civil Procedure.

I further declare that I have no interest in the event of the action.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

WITNESS my hand this 16th day of August 2017.

<%signature%>

ANRAE WIMBERLEY, CSR NO. 7778

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC.; ) 3:17-cv-000939-WHA  
OTTOMOTTO LLC; OTTO TRUCKING, )  
INC., )  
Defendants. )  
\_\_\_\_\_)

VIDEOTAPED DEPOSITION OF COLIN SEBERN  
San Francisco, California  
Tuesday, August 22, 2017  
Volume I

Reported by:  
CARLA SOARES  
CSR No. 5908  
JOB No. 2686011  
  
PAGES 1 - 106



1

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

█

09:49:42



09:52:07

09:53:17

1 I, the undersigned, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth;  
6 that any witnesses in the foregoing proceedings,  
7 prior to testifying, were administered an oath; that  
8 a record of the proceedings was made by me using  
9 machine shorthand which was thereafter transcribed  
10 under my direction; that the foregoing transcript is  
11 a true record of the testimony given.

12 Further, that if the foregoing pertains to  
13 the original transcript of a deposition in a Federal  
14 Case, before completion of the proceedings, review  
15 of the transcript [ ] was [X] was not requested.

16 I further certify I am neither financially  
17 interested in the action nor a relative or employee  
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date  
20 subscribed my name.

21 Dated: 8/23/2017

22  
23 

24 CARLA SOARES

25 CSR No. 5908

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

\_\_\_\_\_  
WAYMO LLC, )  
 )  
Plaintiff, )  
vs. ) Case No.  
 ) 17-cv-00939-WHA  
UBER TECHNOLOGIES, INC.; )  
OTTOMOTTO, LLC; OTTO TRUCKING LLC, )  
 )  
Defendants. )  
 )  
 )  
 )  
\_\_\_\_\_ )

HIGHLY CONFIDENTIAL--OUTSIDE COUNSEL'S EYES ONLY  
VIDEOTAPED DEPOSITION OF  
OGNEN STOJANOVSKI, ESQ.  
San Francisco, California  
Thursday, July 20, 2017  
Volume I

Reported by:  
MARY J. GOFF  
CSR No. 13427  
Job No. 2663397  
PAGES 1-321

1 invoices whereby Ottomotto was -- was -- was buying 05:53:27  
2 multiple products from Tyto LiDAR or is it -- is it 05:53:33  
3 just sort of an internal invoice number thing? 05:53:36  
4 A I don't know what it refers to. 05:53:40  
5 Q And this is dated February 25, 2016, 05:53:43  
6 right? 05:53:47  
7 A It's dated February 25, 2016, yes. 05:53:48  
8 Q And so presumably by that date you knew 05:53:52  
9 that Mr. Levandowski had started his own company 05:53:58  
10 called Ottomotto, right? 05:54:01  
11 A Yes, I would think so. Yes. 05:54:03  
12 Q Do you -- do you remember how far in 05:54:05  
13 advance of Ottomotto's ordering of this Owl 1.0 05:54:07  
14 LiDAR sensor your -- your conversation with 05:54:15  
15 Mr. Levandowski was at ramen where he told you 05:54:17  
16 he was -- he was founding Ottomotto? 05:54:20  
17 A Probably not too far in advance. I -- I 05:54:22  
18 don't know. 05:54:25  
19 Q When did -- 05:54:28  
20 A I think, yeah, within two weeks for sure, 05:54:29  
21 I would say but... 05:54:31  
22 Q Did you personally talk to Mr. Ron about 05:54:35  
23 the ordering of this Owl 1.0 LiDAR sensor? 05:54:38  
24 A I did not personally talk to Mr. Ron about 05:54:44  
25 ordering this LiDAR sensor. 05:54:47

1 I, MARY J. GOFF, CSR No. 13427, Certified  
2 Shorthand Reporter of the State of California,  
3 certify;

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth, at  
6 which time the witness declared under penalty of  
7 perjury; that the testimony of the witness and all  
8 objections made at the time of the examination were  
9 recorded stenographically by me and were thereafter  
10 transcribed under my direction and supervision; that  
11 the foregoing is a full, true, and correct  
12 transcript of my shorthand notes so taken and of the  
testimony so given;

13 That before completion of the deposition,  
14 review of the transcript (XX) was ( ) was not  
15 requested: ( ) that the witness has failed or  
16 refused to approve the transcript.

17 I further certify that I am not financially  
18 interested in the action, and I am not a relative or  
19 employee of any attorney of the parties, nor of any  
20 of the parties.

21 I declare under penalty of perjury under the  
22 laws of California that the foregoing is true and  
23 correct, dated this 21st day of July 2017.  
24

\_\_\_\_\_  
MARY J. GOFF



UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

\_\_\_\_\_  
WAYMO LLC, )  
Plaintiff, )  
vs. ) Case No.  
UBER TECHNOLOGIES, INC.; ) 17-cv-00939-WHA  
OTTOMOTTO, LLC; OTTO TRUCKING LLC, )  
Defendants. )  
\_\_\_\_\_)

HIGHLY CONFIDENTIAL--OUTSIDE COUNSEL'S EYES ONLY

VIDEOTAPED DEPOSITION OF  
WILLIAM TREICHLER  
San Francisco, California  
Monday, August 14, 2017  
Volume I

Reported by:  
MARY J. GOFF  
CSR No. 13427  
Job No. 2674484

PAGES 1 - 276

Page 1

1 Otto concerning LiDAR technology. I want -- 04:27:49

2 A Okay. 04:27:54

3 Q -- to go through some of the entries with 04:27:54

4 you. 04:27:56

5 A Okay. 04:27:57

6 Q Let's start with Entry No. 206. 04:27:57

7 A Okay. 04:28:23

8 Q Do you see the date is May 19, 2016? 04:28:23

9 A Yes. 04:28:30

10 Q And there's a number of recipients, and 04:28:31

11 you're listed as a recipient about two-thirds of the 04:28:33

12 way down? 04:28:35

13 A Yes. 04:28:37

14 Q And you can see that the "BCC" is 04:28:38

15 "Upstairs Fishbowl." 04:28:41

16 Is that a mechanism that your schedulers 04:28:43

17 used to denote the location of a meeting? 04:28:46

18 A That's a conference room, yeah. 04:28:49

19 Q Upstairs Fishbowl is a conference room? 04:28:50

20 A Um-hum. 04:28:54

21 Q At 30 -- 737 Harrison -- Harrison Street? 04:28:54

22 A Yes. 04:28:57

23 Q Okay. And the subject discussed there 04:28:58

24 says "Calendar Invention for Weekly LiDAR Stand-up 04:29:00

25 Meeting." 04:29:05

1 Do you see that? 04:29:06

2 A Um-hum. 04:29:06

3 Q Do you remember these weekly LiDAR 04:29:06

4 stand-up meetings, generally? 04:29:08

5 A Generally, yes. 04:29:10

6 Q If you are listed as a recipient on the 04:29:11

7 May 19, 2016 Fishbowl invite, does that indicate to 04:29:14

8 you that you were working at Otto as of May 19, 04:29:20

9 2016? 04:29:23

10 A I don't know when I was added to -- when 04:29:25

11 my e-mail was generated, so that doesn't 04:29:31

12 necessarily -- it should be around that time. I 04:29:35

13 would say that -- I would either -- I must have been 04:29:39

14 hired by that time. I think that's fair to assume. 04:29:41

15 Q Do you remember this May 19 meeting? 04:29:46

16 A No. 04:29:49

17 Q So you don't have any recollection as to 04:29:52

18 what Anthony Levandowski said at this May 19 04:29:53

19 meeting? 04:29:59

20 MR. KIM: Objection, form. 04:29:59

21 MS. HYDE: Join. 04:30:00

22 A I don't remember this specific meeting, so 04:30:02

23 no. 04:30:04

24 Q (BY MR. NARDINELLI) Let's go to Entry 04:30:05

25 No. 269. 04:30:08

Page 265

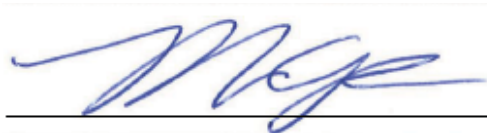
1 I, MARY J. GOFF, CSR No. 13427, Certified  
2 Shorthand Reporter of the State of California,  
3 certify;

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth, at  
6 which time the witness declared under penalty of  
7 perjury; that the testimony of the witness and all  
8 objections made at the time of the examination were  
9 recorded stenographically by me and were thereafter  
10 transcribed under my direction and supervision; that  
11 the foregoing is a full, true, and correct  
12 transcript of my shorthand notes so taken and of the  
13 testimony so given;

14 That before completion of the deposition,  
15 review of the transcript (XX) was ( ) was not  
16 requested: ( ) that the witness has failed or  
17 refused to approve the transcript.

18 I further certify that I am not financially  
19 interested in the action, and I am not a relative or  
20 employee of any attorney of the parties, nor of any  
21 of the parties.

22 I declare under penalty of perjury under the  
23 laws of California that the foregoing is true and  
24 correct, dated this 15th day of August 2017.  
25



MARY J. GOFF  
CSR No. 13427

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC

Plaintiff,

vs.

Case No. 17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO, LLC; OTTO

TRUCKING LLC,

Defendants.

-----  
\*\*ATTORNEYS' EYES ONLY\*\*

VIDEO DEPOSITION OF JUR VAN DEN BERG

San Francisco, California

Wednesday, August 2, 2017

Volume I

REPORTED BY:

REBECCA L. ROMANO, RPR, CSR No. 12546

JOB NO. 2671707

PAGES 1 - 387

Page 1

1 call right now. That -- that kind of logistic 12:29:23  
2 stuff, yeah.

3 Q. Is your phone being collected by Uber  
4 for -- in order to produce any response to text  
5 messages? 12:29:30

6 A. No, it has not been.

7 MR. LIN: Objection to form.

8 Q. (By Mr. Judah) No one has asked you  
9 to -- to -- about collecting text messages from  
10 you -- 12:29:43

11 A. No.

12 Q. -- for this case?

13 A. No.

14 Q. Have you -- have you ever used a  
15 Telegram, an app called Telegram? 12:29:46

16 A. No, never used it.

17 Q. Do you -- have you ever had -- now kind  
18 of zooming out for any type of communication --  
19 have you ever discussed LiDAR with Mr. Levandowski?

20 A. No, not in a technical sense at least. 12:30:03

21 Q. Not -- when you say "not in a technical  
22 sense," have -- have you -- is there another sense  
23 where you have discussed lasers or LiDAR with  
24 Anthony Levandowski?

25 A. Yeah, I think so. I think I have when -- 12:30:15

Page 175

1 when I joined Otto, he mentioned that -- that 12:30:16  
2 the -- that the -- the team was strong in -- in  
3 the -- in the -- in the -- in the -- in the LiDAR  
4 competency so that that would be a strong suit of  
5 our -- of our startup in that sense that would be 12:30:32  
6 -- that -- that I can remember having discussed --  
7 in that sense, like, hey, we are strong on LiDAR.

8 Q. And was that at the -- do you -- was  
9 that -- did he mention that at this lunch meeting  
10 or -- or as a phone call or a different 12:30:46  
11 conversation?

12 A. Yeah, I think at the lunch meeting it may  
13 have come up, or like when we had this conversation  
14 about the people joining, that we have a lot of  
15 people with expertise in LiDAR. 12:30:57

16 Q. In the phone call?

17 A. This phone call about the -- the names of  
18 people that would be joining. I don't know exactly  
19 in what conversation that's come up, but that  
20 was -- I -- I -- I had an understanding when I 12:31:07  
21 joined Otto that we were -- that -- that -- that we  
22 had lot of expertise in -- in LiDAR so that that  
23 would also be one of the goals of the company to  
24 develop a LiDAR, yeah.

25 Q. Mr. Levandowski, you knew, had -- had 12:31:19

1 Q. This is an email sent from 03:30:48  
2 Anthony Levandowski at his Otto email address,  
3 right? On May 30th, 2016 to -- the "to" is to  
4 everyone.

5 Was that a company-wide Otto email alias? 03:30:58

6 A. Not 100 percent sure.

7 Q. Do you think you received this email?

8 A. No, I think I did receive it. I -- I  
9 just don't think I read it.

10 Q. My understanding -- or let me ask you 03:31:20  
11 this: Did Mr. Levandowski send a lot of email  
12 updates to the whole team?

13 A. No, but it doesn't completely strike me  
14 as outlandish either. Yeah, this is way too long  
15 an email for me to read, if I just see that, so 03:31:33  
16 I -- I don't -- I -- I have not read this.

17 Q. But your name is mentioned in it?

18 A. Yeah, I know. I see that now. Yeah.

19 Q. Wouldn't you want to read that part?

20 A. Yeah, of course. That's super cool, 03:31:44  
21 yeah. But, yeah, no, I probably did not read this.  
22 I probably was working on something else.

23 Q. To the best of your recollection, as of  
24 late May 2016, was Otto in the 737 Harrison space  
25 yet? 03:31:59



1 Q. (By Mr. Judah) What would make a road 03:37:41  
2 really hard versus not really hard?

3 A. Straight. Flat is easy for us.  
4 Planning. Also, I guess, for perception. Windy  
5 and -- and up and down would be hard. 03:37:53

6 Q. So the second numbered item of this email  
7 from Mr. Levandowski is titled "Lasers in  
8 Pittsburgh."

9 Do you see that?

10 A. Uh-huh. 03:38:07

11 Q. So he starts by saying, "James was badass  
12 this weekend and showed that we can range on the  
13 target at around 140 meters with 1/4W laser."

14 Do you see that?

15 A. Yup. 03:38:18

16 Q. Do you know what that refers to?

17 A. No, not -- I think -- well, he can see  
18 something at 140 meters. That's what I take out of  
19 it.

20 The other 1/4W, I don't know what that 03:38:28  
21 stands for, but...

22 Q. Who is James?

23 A. I don't know.

24 Q. Is that James Haslim?

25 A. I don't -- I don't know. 03:38:36

1 than -- I don't want to grow as fast as people want 05:18:16  
2 me to grow.

3 The person I -- I -- I would have to ask  
4 about that would be my direct manager, the one I  
5 report to. And that would be -- I'm blanking on 05:18:25  
6 his name, my own manager. I mentioned his name  
7 earlier today. Brandon Basso. Sorry.

8 Q. Uber has a CFO, right? A chief financial  
9 officer.

10 A. I -- I'm sure Uber -- I -- I don't know. 05:18:42

11 Q. The way it's structured, does -- does ATG  
12 have its own sort of chief financial person for  
13 their group?

14 MS. HARTNETT: Objection.

15 MR. LIN: Objection to form. 05:18:52

16 THE DEPONENT: I don't know.

17 MR. JUDAH: Let's mark as Exhibit 492 an  
18 email bearing Bates stamp -- strike that -- a  
19 document bearing Bates Stamp UBER00086538.

20 (Exhibit 492 was marked for 05:19:11  
21 identification by the court reporter and is  
22 attached hereto.)

23 Q. (By Mr. Judah) Do you recognize  
24 Exhibit 492?

25 A. No. 05:19:51

1 Q. This is a -- this is a calendar 05:19:55  
2 invitation that you received, though, right?  
3 A. Uh-huh. Well, I mean, I infer from the  
4 fact that I was on the invitees list that I  
5 received it. 05:20:00  
6 Q. It says that you're optional in that  
7 invite, right?  
8 A. Yeah. What does that mean?  
9 Q. Well, you probably received something  
10 like this. Do you know what that refers to? 05:20:10  
11 A. I -- I don't.  
12 Q. You don't remember attending this  
13 meeting?  
14 A. I -- I -- I'm -- I'm sure I did not  
15 attend this meeting. 05:20:18  
16 Q. Why are you sure you didn't attend it?  
17 A. I -- I -- I skip as many meetings as I  
18 possibly can, and this is definitely a meeting I  
19 would never attend because I have nothing to do  
20 with these -- with the topic of the meeting. 05:20:29  
21 Q. With the "Fuji Laser Program Status and  
22 Timeline Presentation"?  
23 A. Right.  
24 MR. JUDAH: I mark as Exhibit 493 a  
25 document bearing Bates Stamp UBER000866. 05:20:40

Page 373

1 I, Rebecca L. Romano, a Certified Shorthand  
2 Reporter of the State of California, do hereby  
3 certify:

4 That the foregoing proceedings were taken  
before me at the time and place herein set forth;  
5 that any witnesses in the foregoing proceedings,  
6 prior to testifying, were administered an oath;  
7 that a record of the proceedings was made by me  
8 using machine shorthand which was thereafter  
9 transcribed under my direction; that the foregoing  
transcript is true record of the testimony given.

10 Further, that if the foregoing pertains to the  
11 original transcript of a deposition in a Federal  
12 Case, before completion of the proceedings, review  
13 of the transcript [ ] was [x] was not requested.

14 I further certify I am neither financially  
15 interested in the action nor a relative or employee  
of any attorney or any party to this action.

16 IN WITNESS WHEREOF, I have this date  
17 subscribed my name.

18  
19 Dated: August 3, 2017  
20  
21  
22

23   
24

Rebecca L. Romano, RPR,  
CSR. No 12546